

Evolution of BusinessThird Quarter 2013

(January-September)

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1. Changes in consolidation and/or in accounting policies

Discontinued operations

On June 13, 2013, Abengoa S.A. signed an agreement with funds managed by Triton Partners to wholly transfer Abengoa's shareholding in Befesa Medio Ambiente (Befesa). The agreed sale price was €1,075 M. Considering the net debt adjustments, total consideration to Abengoa amounts to €620 M. Of this amount, €331 M was received on 15 July, when the transaction was definitively completed. The remaining amount is a deferred compensation of €17 M, a €48 M credit note with a five-year maturity and a €225 M subordinated convertible instrument with a 15-year maturity (subject to two five-year extensions), with interest rate of 6-month Euribor in effect at closing date plus a differential of 6%. Upon the occurrence of certain triggering events including, but not limited to, Befesa's failure to meet certain financial targets or the exit of the Triton Funds from Befesa, may be converted into approximately 14% of the shares of Befesa. Abengoa has recorded the sale transaction, recognizing a gain of €0.4 M.

Taking into account the significance of the activities carried out by Befesa to Abengoa, the sale of this shareholding is considered as a discontinued operation and is reported as such, in accordance with the stipulations and requirements of IFRS 5. In accordance with this standard, the results generated by Befesa until the close of the sale and the result of this sale are considered in a single heading, Profit (loss) from discontinued operations. Likewise, the Consolidated Income Statement for the nine month period ended September 30, 2012, which is included for comparison purposes, also includes the reclassification of the results generated by the activities that are now considered to be discontinued, under a single heading.

New accounting standards

The Company has applied IFRS 10, 11 & 12 as well as the amendments to IAS 27 and 28 beginning on January 1, 2013. The main impacts of the application of the new standards relate to:

(i) The de-consolidation of projects that do not fulfill the conditions of effective control in terms of decision making and their integration in the consolidated financial statements according to the equity method. In the case of Abengoa, it affects the Solana and Mojave solar-thermal projects in the USA, the Kaxu and Khi solar projects in South Africa and our second-generation ethanol

plant in Hugoton, which will be carried under the equity method during their construction phases.

(ii) The elimination of the proportional consolidation method for joint ventures, replaced with the equity method. In Abengoa's case, the most significant assets that will change from proportional consolidation to the equity method are the Helioenergy 1 and 2 solar-thermal plants and the Honaine desalination plant in Algeria.

The standars referred to above have been applied retrospectively for comparative porposes, as required by IAS 8 Accounting policies, changes in accounting estimates and errors. Based on the foregoing the effect of the de-consolidation of the affected companies and their integration according to the equity method on the consolidated statements of financial position as of December 31, 2012 is shown below:

Concept (€ thousand)	12.31.12
Assets	
Intangible assets and Property, Plant & Equipment	(25,212)
Fixed assets in projects (project finance)	(2,385,770)
Investments in associates carried under the equity method	855,627
Financial investments	76,393
Deferred tax assets	(18,976)
Current assets	237,834
Total assets	(1,260,104)
Equity and liabilities	
Equity	(19,959)
Long-term non-recourse project financing	(1,707,460)
Long-term corporate financing	(40)
Other non-current liabilities	(189,989)
Current liabilities	657,344

In addition, the effect of this accounting change on the consolidated income statement for the nine month period ended September 30, 2012 is shown below:

Concept (€ thousand)	09.30.12
Revenue	(52,648)
Other operating income	(57,826)
Operating expenses	58,690
I. Operating profit	(51,784)
II. Financial expense, net	22,651
III. Share of profit/(loss) of associates carried under the equity method	18,289
IV. Profit before income tax	(10,844)
V. Income tax benefit	8,265
VI. Profit for the period from continuing operations	(2,579)
VII. Profit attributable to non-controlling interests	2,579
VIII. Profit for the period attributable to the parent company	

IFRIC 12 – Service concession arrangements

After the change in accounting policy in relation to the first application of IFRIC 12 Service Concession Agreements" to the solar-thermal plants in Spain described in the interim consolidated financial statements as of June 30, 2013 and based on the provisions of IAS 8.14 for Accounting Policies, Changes in Accounting Estimates and Errors, IFRIC 12 has been applied by recasting the comparative information presented, to make it comparable with the information as of September 30, 2013. The impact of this recasting on the consolidated statements of the financial position as of December, 31 2012 and December 31, 2011 has been as follows:

Concept (€ thousand)	12.31.12	12.31.11
Assets		
Fixed assets in projects (project finance)	69,595	173,986
Deferred tax assets	(20,879)	(52,196)
Total assets	48,716	121,790
Equity and liabilities		
Equity	48,716	121,790
Total equity and liabilities	48,716	121,790

In addition, the effect of this recasting on the consolidated income statements for the nine month period ended September 30, 2012 and for the year ended December 31, 2012 and 2011 has been as follows:

Results 9m 13 (Jan-sep)

Concept (€ thousand)	09.30.12	12.31.12	12.31.11
Revenue	(606,362)	(808,484)	194,326
Other operating income	-	-	(240,500)
Operating expenses	528,068	704,093	220,160
I. Operating profit	(78,294)	(104,391)	173,986
IV. Profit before income tax	(78,294)	(104,391)	173,986
V. Income tax benefit	23,489	31,317	(52,196)
VI. Profit for the period from continuing operations	(54,806)	(73,074)	121,790
VII. Profit attributable to non-controlling interests	2,274	3,033	(5,055)
VIII. Profit for the period attributable to the parent company	(52,532)	(70,041)	116,735

2. Main Figures

Financial Data

- Revenues of €5,233 M, an increase of 17% compared to Q3 2012.
- Ebitda of €860 M, an increase of 29% compared to Q3 2012.

Consolidated P&L (€M)	9m 2013	Var (%)	9m 2012
Revenues	5,233	+16.5%	4,491
Ebitda	860	+28.9%	667
Ebitda margin	16.4%		14.9%
Net Profit	73	+13.2%	65
Statement of Financial Position (€M)	30/09/2013	Var (%)	31/12/2012
Total Assets	18,877	(2.4%)	19,334
Total Equity	1,708	(8.2%)	1,860
Total Net Debt	(7,483)	+11.7%	(6,701)
Share performance	9m 2013	Var (%)	9m 2012
Last quote (€/B shares) (Sep' 30th)	2.15	(21.1%)	2.73
Capitalization A+B shares (Sep' 30th)	1,172.0	(5.0%)	1,233.6
Daily Effective Volume A+B shares (M€)	4.6	(43.5%)	8.1

Operating Data

- Approximately 80% of our revenues from international markets outside Spain.
- 30% of revenues coming from US, our largest geography.
- E&C backlog up to €7,069 M as of September 30, 2013.

Results 9m 13 (Jan-sep)

Key Operational Metrics (*)	sep-13	Var (%)	sep-12
Transmission Lines (km)	1,631	(8%)	1,771
Water Desalination (ML/day)	660	+18%	560
Cogeneration (MW)	693	+76%	393
Solar Power Assets (MW)	943	+27%	743
Biofuels (Prod. ML)	3,175	+0%	3,175

^(*) Installed capacity

3. Consolidated income statements

M€	9m 2013	9m 2012	Var (%)
Revenues Operating expenses Depreciation and amortization	5,233 (4,373) (391)	4,491 (3,824) (247)	+17% +14% +58%
Net Operating Profit	469	420	+12%
Finance Cost, net	(419)	(449)	(7%)
Share of (loss)/(profit) of associates	(3)	18	n.a.
Profit Before Income Tax	47	(11)	n.a.
Income tax expense	43	82	(47%)
Profit for the year from continuing operations	90	70	+29%
Profit (loss) from discontinued operations, net of tax	(1)	25	n.a.
Profit for the year	90	95	(6%)
Non-controlling interests	(17)	(30)	(43%)
Net income attributable to the parent company	73	65	+13%

Revenues

Abengoa's consolidated revenues for the nine months ended September, 30 2013 reached €5,233 M, a 17% increase with respect to the same period of the previous year mainly due to an increase in our Engineering and Construction activity, where the following projects can be highlighted: the construction of thermal-solar plants in US and South Africa, the combined cycle plant in Poland and the progress in the construction of a wind project in Uruguay (Palmatir).

Ebitda

Abengoa's EBITDA for the nine months ended September, 30 2013, reached €860 M, a 29% increase with respect to the same period of the previous year, mainly due to the Ebitda contributed by the Engineering and Construction activity described above, to the entry into operation of several concessions (Qingdao desalination plant in China, the Manaus transmission line in Brazil and the cogeneration plant for Pemex in Mexico) and the crush spread increase in Bioenergy.

Finance cost, net

Net financial expenses decreased from -€449 M in the nine month period ended September 30, 2012 to -€419 M in the same period of 2013, primarily due to the Fair value measurement of financial derivatives, mainly the embedded derivative in the convertible notes and the call options on Abengoa own shares that were signed to hedge such convertible notes.

Share of (loss)/(profit) of associates

The result from associate companies fell to -€3 M in the nine months ended September 30, 2013 compared to €18 M in the same period of 2012. This decline was primarily due to the positive contribution in 2012 from the Brazilian transmission lines (ATE, ATE II, ATE III and STE), in which the company sold its interests last year.

Income Tax Expense

Corporate income tax benefit reached €43 M, from €82 M during the first nine months of 2012. This figure was affected by various incentives for exporting goods and services from Spain, for investment and commitments to R&D+i activities, the contribution to Abengoa's profit from results from other countries, as well as prevailing tax legislation..

Profit for the year from continuing operations

As a result of all of the above, Abengoa's income from continuing operations increased by 29% from €70 M in the first nine months of 2012 to €90 M in the same period of 2013.

Profit from discontinued operations, net of tax

As discussed in Section 1, Befesa has been treated as a discontinued operation in both periods presented, as a result of the sale to Triton.

Results 9m 13 (Jan-sep)

Profit for the year attributable to the parent company

The profit attributable to Abengoa's parent company increased by 13% from €65 M achieved in September, 30 2012 to €73 M in September, 30 2013.

4. Results by activities

M€	R	evenues		E	bitda		Marg	gin
	9m 2013 9	m 2012 ^(*)	Var (%)	9m 2013 9m	2012 (*)	Var (%)	9m 2013 }	m 2012 (*)
Engineering and Constr	uction							
E&C	3,007	2,352	28%	377	331	14%	12.5%	14.1%
Technology & Others	247	237	4%	147	111	32%	59.5%	46.8%
Total	3,254	2,589	26%	524	442	19%	16.1%	17.1%
Concession-type infrast	ructures							
Solar	257	230	12%	165	173	(5%)	64.2%	75.2%
Water	31	15	107%	22	9	144%	71.0%	60.0%
Transmission	53	29	83%	36	14	157%	67.9%	48.3%
Cogeneration & Others	71	43	65%	32	3	967%	45.1%	7.0%
Total	412	317	30%	255	199	28%	61.9%	62.8%
Industrial Production								
Bioenergy	1,567	1,585	(1%)	81	26	212%	5.2%	1.6%
Total	5,233	4,491	17%	860	667	29%	16.4%	14.9%

^(*) As restated after the application of IFRS 10&11, the discontinuance of Befesa and the change in IFRIC 12 accounting

Engineering and Construction

- Revenues in Engineering and Construction increased by 26% compared to the previous year, to €3,254 M in the first nine months of 2013 (€2,589 M in the first nine months of 2012), while EBITDA increased by 19% to €524 M in the first nine months of 2013 compared to the figure recorded in the same period of 2012 (€442 M). This growth was mainly driven by:
 - o Execution of the Mojave plant in California (USA) the Imperial Valley Plant (USA), as well as the Khi and KaXu solar plants (South Africa).
 - o Construction of combined cycle plants in Poland and Mexico.
 - o Execution of the Uruguay wind project (Palmatir).
 - o Execution of the Quadra transmission lines to Sierra Gorda in Chile.
 - o Progress in the execution of the High Speed Railway Mecca-Medina.

Concession-type infrastructures

• Revenues in the Concession-type Infrastructures area increased by 30% compared to the same period of the previous year, to €412 M (€317 M in Q3 2012), and EBITDA increased by 28% to €255 M compared to €199 M in the same period in 2012. These variations were mainly driven by the entry into operation of several concessions (Qingdao desalination plant in China, the Manaus transmission line in Brazil and the cogeneration plant for Pemex in Mexico) which offset the decline in the EBITDA generated from thermasolar plants, caused by the Spanish government's successive reforms of the electricity sector, as well as unfavorable weather conditions during the first quarter of this year.

Industrial Production

• Revenues in the Biofuels activity remained stable over the same period of the previous year, reaching €1,567 M (€1,585 M in the nine months ended September 30, 2012). EBITDA increased to €81 M compared to €26 M in the same period of 2012. This increase was primarily due to a significant increase of the crush spread in Europe, the United States and Brazil.

5. Consolidated statements of financial position

Consolidated statements of financial position

09/30/2013	12/31/2012 ^(*)
873 1,258	1,557 1,432
8,201	7,741
	920
	525 1,148
13,443	13,323
352	427
	2,271
,	900
2,088	2,413
5,434	6,011
18,877	19,334
09/30/2012	12/31/2012 ^(*)
968	1,118
740	742
1,708	1,860
5,008	4,679
4,125	4,356
175	194
64	118
314	408
275	277
49	71
10,010	10,103
537	578
945	590
5,393	5,956
237	179
35	54
12	14
	873 1,258 8,201 1,189 744 1,178 13,443 352 2,079 915 2,088 5,434 18,877 09/30/2012 968 740 1,708 5,008 4,125 175 64 314 275 49 10,010 537 945 5,393

 $^{^{(\}star)}$ As restated after the application of IFRS 10&11, and the change in IFRIC 12

Net debt composition

M€	09/30/2013 Proforma (*)	12/31/2012
Corporate Debt Cash and corporate financial investments Total net corporate debt	4,595 (2,638) 1,957	4,757 (2,271) 2,486
Non-recourse debt Non-recourse cash and corporate financial investments Total non-recourse debt	5,545 (517) 5,028	5,257 (1,042) 4,215
Total net debt	6,985	6,701
Pre-operational debt	3,183	2,968
LTM Ebitda LTM Ebitda corporate entities	1,142 770	949 663
Total net corporate debt / Ebitda Corporate	2.5	3.7
Non recourse net debt / non recourse Ebitda	13.2	14.2
Total Net debt / Ebitda	6.1	7.1
(Excluding preoperational debt)	3.3	3.9

^(*) Proforma for the application of net proceeds from the €517 M capital increase completed in October 2013: €347 M corporate debt repayment, €151 M financial flexibility, €19 M transaction costs

6. Consolidated cash flow statements

M€	9m 2013	9m 2012 ^(*)
Profit from continuing operations	90	70
Non-monetary & others adjustments to the profit	606	364
Profit from continuing operations adjusted by non-monetary items	696	434
Variations in working capital	(117)	(86)
Income tax received/paid	12	(32)
Net Interest received/paid	(340)	(334)
Discontinued operations	34	32
Net Cash Flows from operating activities	285	14
Capex	(1,397)	(2,038)
Other net investments	264	571
Discontinued operations	(28)	35
Net Cash Flows from investing activities	(1,161)	(1,432)
Net Cash Flows from financing activities	688	243
Net increase/(decrease) of cash and equivalent	(188)	(1,175)
Cash at beginning of year	2,413	3,723
Translation differences cash or equivalent	(61)	(38)
Discontinued operations	(76)	(51)
Cash and cash equivalent at end of the period	2,088	2,459
(*)		

^(*) As restated after the application of IFRS 10&11, the discontinuance of Befesa and the change in IFRIC 12 accounting

7. Capex plan

Main projects under construction

As of September 2013	Location	Capacity	Abengoa (Equity Ownership %)	2013	2014	2015	2016	Expected Start Up	Sector	Fully Funded?	Annual EBITDA	
Quingdao	China	100 ML/day	92%					√ Q1 13		✓	11	
Manaus	Brazil	586 km	51%	0				√ Q1 13		\checkmark	35	
Solaben 1-6	Spain	50 MW x2	100%					√ Q3 13	*	\checkmark	30	≈
Solana	USA	280 MW	100%					√ Q4 13		✓	65	_
Quadra I	Chile	79 km	100%					Q4 13		\checkmark	7	M€
Quadra II	Chile	50 km	100%					Q4 13		\checkmark	4	(III)
ATS	Peru	900 km	100%					Q4 13		\checkmark	29	
Uruguay Wind	Uruguay	50 MW	50%					Q1 14	भवे	V	11	
Mojave	USA	280 MW	100%					Q2 14		\checkmark	55	2
Cadonal	Uruguay	50 MW	50%					Q2 14	कोर्व	\checkmark	8	_
Norte Brasil	Brazil	2,375 km	51%					Q3 14		\checkmark	66	00
Tenes	Algeria	200 ML/day	51%					Q3 14		\checkmark	17	Ž
Linha Verde	Brazil	987 km	51%					Q4 14		\checkmark	15	ф
Khi Tower	South Africa	50 MW	51%					Q4 14		\checkmark	46	
Kaxu Trough	South Africa	100 MW	51%			<u> </u>		Q1 15	*	√	81	2 u
Ghana	Ghana	60 ML/day	51%		***************************************			Q1 15		✓	10	M€
ATN 3 (Machupichu)	Peru	355 km	100%	-				Q3 16	0	√	10	
Zapotillo	Mexico	3,8 m3/sec	100%					Q4 16			12	M€ 12
									Tota	al	512	

Pending Capex by 09.30.13

					Ann.			To	tal	
(M€)	Capacity	Abengoa(%)	Country	Start Up	EBITDAe (M€)	Investment	Pending Capex	ABG Equity	Partners	Debt
Solar					,	3,539	593	116	32	445
Solana ²	280 MW	100%	US	Q4 13	65	1,446	92	37	0	55
Mojave ²	280 MW	100%	US	Q2 14	55	1,178	153	46	0	107
South Africa 100 MW ²	100 MW	51%	S.Africa	Q1 15	81	601	271	23	22	226
South Africa 50 MW ²	50 MW	51%	S.Africa	Q4 14	46	314	77	10	10	57
Biofuels						495	93	-9	24	78
Hugoton ²	95 ML	100%	US	Q1 14	-	495	93	-9	24	78
Power Generatation						201	88	25	1	62
Uruguay Wind (Palmatir)	50 MW	50%	Uruguay	Q1 14	11	110	10	1	1	8
Cadonal Wind	50 MW	50%	Uruguay	Q2 14	8	91	78	24	0	54
Water						597	390	183	10	197
Tenes	200,000 m3/day	51%	Algeria	Q3 14	17	199	48	5	5	38
Ghana	60,000 m3/day	56%	Ghana	Q1 15	10	96	40	7	5	28
Zapotillo ¹	3.80 m3/sec	100%	Mexico	Q4 16	12	302	302	171	-	131
Transmission						1,767	272	100	32	140
Norte Brasil	2,375 km	51%	Brazil	Q2 14	66	956	74	20	18	36
Linha Verde	987 km	51%	Brazil	Q4 13	15	199	53	14	14	25
ATS	900 km	100%	Peru	Q4 13	29	404	37	23	0	14
ATN 3	355 km	100%	Peru	Q3 16	10	120	91	40	0	51
Quadra I & II	79+50 Km	100%	Chile	Q3 13	11	88	17	3	0	14
						6,599	1,436	415	99	922
Additional Proj	ects with Limite	ed Equity In	/estment							
Ashalim CSP Plant ¹	110 MW	50%	Israel	Q2 17	n/a	742	n/a	62	n/a	n/a
Uruguay Wind (Palomas) 1	70 MW	20%	Uruguay	Q3 15	n/a	126	n/a	4	n/a	n/a
New Brazilian T&D lines ¹	5416 Km	Limited to EPC Margin	Brazil	Q1-Q3 16	n/a	1,962	n/a	160	n/a	n/a
				-	Catal C	:4		644		

Total	Equity	Capex	641
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		Q4	2013			20	14			20	15+	
(M€)	Pending Capex	ABG Equity	Partners	Debt	Pending Capex	ABG Equity	Partners	Debt	Pending Capex	ABG Equity	Partners	Debt
Solar	250	67	8	175	248	43	18	187	95	6	6	83
Solana ²	92	37	0	55	0	0	0	0	0	0	0	0
Mojave ²	74	22	0	52	79	24	0	55	0	0	0	0
South Africa 100 MW ²	74	7	7	60	102	10	9	83	95	6	6	83
South Africa 50 MW ²	10	1	1	8	67	9	9	49	0	0	0	0
Biofuels	55	-9	0	64	38	0	24	14	0	0	0	0
Hugoton ²	55	-9	0	64	38	0	24	14	0	0	0	0
Other Power Generation	16	0	0	16	72	25	11	46	0	0	0	0
Uruguay Wind	3	0	0	3	7	1	1	5	0	0	0	0
Cadonal Wind	13	0	0	13	65	24	-	41	0	0	0	0
Water	51	9	4	38	156	64	6	86	183	110	-	73
Tenes	27	3	3	21	21	2	2	17	0	0	0	0
Ghana	9	2	1	6	31	5	4	22	0	0	0	0
Zapotillo ¹	15	4	-	11	104	57	-	47	183	110	-	73
Transmission	144	42	15	87	53	18	17	18	75	40	0	35
Norte Brasil	21	2	1	18	53	18	17	18	0	0	0	0
Linha Verde	53	14	14	25	0	0	0	0	0	0	0	0
ATS	37	23	0	14	0	0	0	0	0	0	0	0
ATN 3	16	0	0	16	0	0	0	0	75	40	0	35
Quadra I & II	17	3	0	14	0	0	0	0	0	0	0	0
Ashalim ¹		1				59				2		
Uruguay Wind (Palomas) 1	-			4			-					
New Brazilian T&D lines ¹		0				0				160		
Total Equity Capex		110				213				318		

¹Uncommitted project (financing and partner's contribution still pending to be secured)
²This project falls under the scope of IFRS 10 and will therefore be consolidated through equity method until entry into operation

8. Significant events reported to the CNMV

Details of the Relevant Event corresponding to the third guarter of 2013:

- Written Communication of 07/15/13. Abengoa reaches a final agreement with Triton to sell Abengoa's complete interest in Befesa Medio Ambiente.
- Written Communication of 07/18/13. Reduction of capital to meet the requests for conversion of Class A shares Class B shares of the company.
- Written Communication of 07/31/13. Admission to trading on the Stock Exchanges of new class B shares at the end of the sixth partial conversion period.
- Written Communication of 08/12/13. Quarterly Information of the contract of liquidity of shares class B with Santander Investment Bolsa, S.V.
- Written Communication of 08/23/13. Quarterly Information of the contract of liquidity of shares class A with Santander Investment Bolsa, S.V.
- Written Communication of 08/28/13. Financial Information regarding the first half year of 2013.
- Written Communication of 09/16/13. Composition of the International Advisory Board.
- Written Communication of 09/24/13. Pricing process for the issue of notes amounting to €250 M by Abengoa Finance, S.A.U.

9. Evolution of the Stock price

As of September 30, 2013, the company believes the free float to be 40.80% if the shareholding of Inversión Corporativa I.C.S.A. and its subsidiary Finarpisa (59.20%) is deducted.

According to the data supplied to Abengoa by Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores S.A. (Securities Recording, Clearing and Settlement Management Company) for the last Ordinary General Meeting held on April 7, 2013, Abengoa, S.A. had 19,280 shareholders.

B Shares	Total	Daily		
Volume (thousand of shares)	346,960	1,817		
In cash (M€)	696	4		
Quotes	Value	Date		
Last	2.15	30 sep		
Maximun Average	2.69 1.90	08 jan		
Minimun	1.25	08 jul		

As a historical reference, since Abengoa's Initial Public Offering on November 29, 1996, the company's value has increased by 468% which is more than 5 times the initial value. During this same period, the select IBEX-35 has increased by 97%.

