

Alcobendas, 21 April 2017

## **SPANISH STOCK EXCHANGE COMMISSION**

According to article 228 of the consolidated text of the Securities Market Act and its related legislation, Indra Sistemas, S.A. ("**Indra**" or the "**Company**") makes public the following:

### **RELEVANT EVENT**

In connection with the tender offer over the shares of TecnoCom, Telecomunicaciones y Energía, S.A. ("**TecnoCom**") launched by Indra (the "**Offer**"), it is hereby informed that the Board of Directors at the session held today has unanimously resolved to pass the following resolutions:

1. Exercise of the squeeze-out rights

According to the relevant event number 250784 made public on 18 April 2017 and pursuant to article 48.3 of Royal Decree 1066/2007 of July 27, on public tender offers regime (the "**Royal Decree 1066/2007**") and section 3.2.1 of the Offer Prospectus, the conditions to exercise the squeeze-out rights provided for in article 136 of the consolidated text of the Securities Market Act and article 47 of Royal Decree 1066/ 2007 have been fulfilled.

As stated in the Offer Prospectus and the abovementioned relevant event, Indra confirms its irrevocable decision to require the forced sale of all TecnoCom shares that it does not hold (deducting 2,508,974 treasury shares) for the same consideration provided in the Offer (that is, 2.55 euros and 0.1727 shares of Indra per each share of TecnoCom).

The forced sale and, if applicable, the forced purchase will be carried out following the procedures described in section 3.2 of the Offer Prospectus, having fixed the day 16 May 2017 as the forced sale transaction date.

TecnoCom shareholders who wish to sell their shares to Indra before the abovementioned transaction date (16 May 2017) will be able to do it according to articles 136 of the consolidated text of the Securities Market Act and 48 of Royal Decree 1066/ 2007, as stated in the Offer Prospectus. However, Shareholders are reminded that the expenses derived from the sale and settlement of the forced sale will be borne by Indra and, in case of exercising the

forced purchase, the expenses derived from the sale and settlement will be assumed by the shareholders.

As stated in the relevant event made public on 18 April 2017, prior to the effectiveness of the forced sale, the suspension of trading of TecnoCom shares will be requested in order to allow the orderly implementation of the same.

Finally, it is hereby informed that, as soon as possible and always within the five business days following the current date, Indra will make public the characteristics and conditions of the forced sale in accordance with article 48 of Royal Decree 1066/ 2007 and in the Offer Prospectus.

## 2. Share capital increase implementation

The Board of Directors, taking into account the Offer result and the Certificate issued by the agent entity, Banco Santander, S.A., has resolved to implement the share capital increase approved by the Extraordinary Shareholders Meeting held on February 20, 2017 in first item of the agenda, by issuance and placement into circulation of 12,173,056 shares of Indra of 0.20 euros of nominal value, and individual share premium of 9.6461 euros. The total nominal value of the share capital increase is 2,434,611.2 euros, and the total share Premium is 117,422,515.481 euros.

It is stated that, since the Offer has been accepted by shareholders holding 70,491,565 shares, the amount of the cash portion of the Offer consideration is 179,753,490.75 euros. Likewise, the amount of the fractions derived from the exchange equation is 9,961.22 euros

The abovementioned resolution has been formalised today by granting the pertinent public deed. The public deed will be filed with the Mercantile Registry and, once registered, the settlement of the shares portion of the Offer consideration will be implemented.

Additionally, the Board of Directors has resolved the issuance and placement into circulation of the needed shares to attend the payment of the contribution in kind corresponding to the forced sales and, if applicable, forced purchases mentioned in section 1 above.

All of which is announced to all appropriate effects.

Mr. Javier Lázaro Rodríguez  
CFO