



SPANISH STOCK EXCHANGE COMMISSION (CNMV)

Pursuant to article 82 of the Spanish Stock Market Act we hereby inform you of the following:

RELEVANT FACT

On this same date, the **2015 General Ordinary Shareholders Meeting** of Indra Sistemas, S.A. (hereinafter referred as "the Company"), held in second call with an attendance quorum representing the 68,55% of the share capital, has adopted with a wide majority the following resolutions:

- 1. To approve the Annual Accounts and Management Report of Indra Sistemas, S.A. and its Consolidated Group, corresponding to the financial year closed on 31st December 2014.
- 2. To Approve the proposed allocation of earnings for fiscal 2014
- 3. To approve the Board of Directors performance during the same financial year 2014.
- 4. To reelect KPMG Auditores, S.L. as auditor of the annual accounts and Management report individual and consolidated of the Company for the fiscal year 2015.
- 5. In accordance with the proposals and favorable reports from the Appointments, Compensation and Corporate Governance Committee:
 - 5.1. To fix the number of members of the Board of Directors at 13.
 - 5.2. To appoint Mr. Fernando Abril-Martorell as executive director.
 - 5.3. To appoint Mr. Enrique De Leyva as independent director.
 - 5.4. To reelect Mr. Daniel García-Pita as independent director.
- 6. To approve the authorization for Buyback treasury stock
- 7. To Approve the amendment of certain articles of the Bylaws
 - 7.1. To Approve the amendments to Articles 9, 10, 11, 12, 14, 16, 17, 19 and 20 of the Bylaws regarding the Annual Shareholders Meeting.
 - 7.2. To Approve the amendments to Articles 21, 22, 23, 24, 26, 27, 28, and 29 of the Bylaws regarding the Board of Directors.



- 7.3. To Approve the amendments to Articles 30, 31 and creation of new Article 31 bis of the Bylaws regarding Committees of the Board of Directors.
- 8. To approve the amendment of certain articles of the General Shareholders Meeting Regulations Information with the primary goal of harmonizing them with changes in the LSC.
- 9. To approve 2014 Annual Report on Remuneration on advisory basis.
- 10. To Approve the Compensation Policy
- 11. To approve the authorization of delivery shares pursuant to executive Directors and senior managers
- 12. Approval and delegation of authority to formalize enter and carry out the resolutions adopted at the Meeting.

Besides, the Company has fully complied with the requirement of information to shareholders regarding the amendment of the Board Regulations implemented since the last General Shareholders Meeting.

All the resolutions approved as well as the voting results are published in the corporate web within the stipulated in article 525 of the Ley de Sociedades de Capital.

In a meeting held in this same date, the Board of Directors of the Company has adopted the following resolutions:

- 1. To reelect Mr. Fernando Abril-Martorell as Chairman of the Board of Directors delegating on him all the faculties of the Board except those reserved to this body by Law and those provided by article 5 of the Board Regulations.
- 2. Upon the proposal of the Appointments, Compensation and Corporate Governance Committee, has unanimously resolved to modify the composition of its Committees as follows:
- <u>Appointments, Compensation and Corporate Governance Committee</u>: to appoint Mrs. Isabel Aguilera and Mr. Santos Martinez-Conde as member of this Committee to replace Mr. Enrique De Leyva and Mr. Juan March.
- <u>Audit and Compliance Committee</u>: to appoint Mr. Enrique De Leyva as member of this Committee to replace Mrs. Isabel Aguilera.

Moreover, in accordance with article 529 quaterdecies of the Ley de Sociedades de Capital, the Audit and Compliance Committee has resolved to appoint Mr. Ignacio Santillana as Chairman of the Committee to replace Mr. Alberto Terol.



3. - In the context of an optimization and cost reduction general Plan, to formally initiate a process to carry out a staff adjustment in Spain through a procedure for collective redundancies.

The foregoing is reported for all pertinent effects.

Yours faithfully,

Carlos González Soria Vice-Secretary to the Board of Directors