

## Shareholder remuneration policy

The board of directors will propose to the Annual General Meeting which is scheduled to be held on June 22 at first call and, if necessary quorum is not met, on June 23, on second call, the approval of Shareholder remuneration policy for the next four years.

The Shareholder remuneration policy has been set in accordance with articles 273 and following of the Spanish Companies Law, article 38 of the company's By-laws and the recommendations of corporate governance.

### **"Shareholder remuneration policy for the next four years (2017 to 2020)**

1. Subject to the conditions set out below, the company will remunerate the shareholder with a growing pay-out which, over the period of application of this policy, will evolve to a maximum of: 35% of the 2017 profit; 40% of the 2018 profit; 45% of the 2019 profit; and 50% of the 2020 profit.
2. The remuneration to shareholders will be conditioned to:
  - 2.1 Obtaining earnings per share amounting no less than 10 euro cents.
  - 2.2 The company meets the following ratios at the closing of the year:
    - i) Net financial debt/ordinary ebitda, equals to or less than 2; and
    - ii) Net financial debt/equity, equals to or less than 0.5.
3. Shareholder remuneration will consist on (i) the repurchase of shares for its amortisation and (ii) the payment of a dividend.
4. The repurchase of shares for its amortisation will be the preferred remuneration option , provided that the distribution of a dividend at least of: 12% of the 2017 profit; 14% of the 2018 profit; 16% of the 2019 profit; and 18% of the 2020 profit is approved".

Barcelona, May 19, 2017