

## **MOTA-ENGIL, SGPS S.A. ACQUIRES A 12.6% INTEREST IN MOTA-ENGIL AFRICA FROM MGP**

1. On 11 October 2015, MOTA-ENGIL, SGPS, S.A. ("MOTA-ENGIL") informed the market that MOTA-ENGIL AFRICA N.V. ("MOTA-ENGIL AFRICA") announced that its board of directors intended to request Euronext Amsterdam N.V. to delist the ordinary shares in the capital of MOTA-ENGIL AFRICA from Euronext Amsterdam.

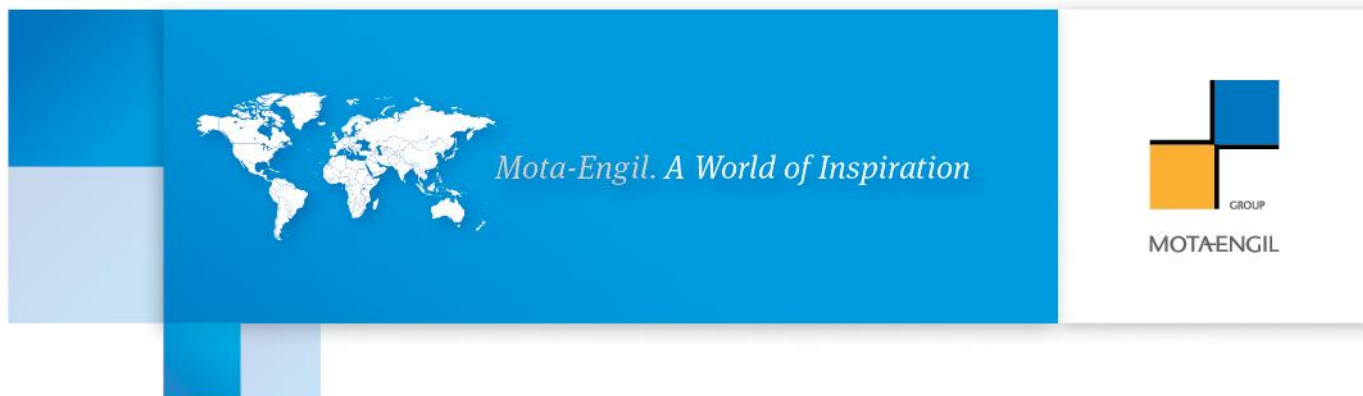
On 26 October 2015 MOTA-ENGIL AFRICA announced the commencement of the self-tender period for the acquisition of its own shares, subject to the approval of its shareholders in the general meeting of shareholders to be held on 23 November 2015.

2. MOTA-ENGIL also informed the market on 11 October 2015 that:

- (i) MOTA GESTÃO E PARTICIPAÇÕES, SGPS, S.A. ("MGP") expressed its availability to sell all its shares in MOTA-ENGIL AFRICA at the price of the self-tender, being € 6.1235 (six euros and twelve point three five cents) per share;
- (ii) its board of directors intended to promote an increase of the share capital of MOTA-ENGIL up to an amount that is equivalent to the amount to be applied by MOTA-ENGIL AFRICA in the self-tender; and
- (iii) MGP committed to apply the proceeds of the disposal of the MOTA-ENGIL AFRICA shares it would sell in the subscription of new ordinary shares of MOTA-ENGIL with a subscription price of €2.4814 (two euros and forty eight point one four cents) for each new share, in an effort to maintain the same level of investment in the MOTA-ENGIL group.

3. Following further discussions between MOTA-ENGIL and MGP, MOTA-ENGIL has on this day acquired all of the shares previously owned by MGP in MOTA-ENGIL AFRICA, representing approximately 12.6% of MOTA-ENGIL AFRICA's share capital and voting rights for the same price as that being offered by MOTA-ENGIL AFRICA in its self-tender.

Despite the transfer of the shares having been completed on the date hereof, MGP is committed to reinvest the entire consideration from the share sale in the abovementioned share capital increase of MOTA-ENGIL to be resolved by a general meeting of shareholders to be convened for such purpose in due course, by converting the claim resulting from the abovementioned sale into newly issued shares of MOTA-ENGIL. Settlement of the MOTA-ENGIL capital increase will occur after the first settlement of MOTA-ENGIL AFRICA's self-tender.



The announcement made by MOTA-ENGIL AFRICA is available on its website ([www.africa.mota-engil.com](http://www.africa.mota-engil.com)).

Porto, November 3<sup>rd</sup>, 2015

**BOARD MEMBER & SECURITIES MARKETS REPRESENTATIVE**

LUÍS SILVA

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MOTA-ENGIL, SGPS, S.A.

Public Limited Company  
Share Capital: 204 635 695 Euros  
Registered at the Porto Registry  
of Companies under n. 502 399 694  
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