



TO THE NATIONAL STOCK EXCHANGE COMMITTEE
RELEVANT INFORMATION NOTICE

Pursuant to article 17 of the Regulation (UE) no. 596/2014 on Market Abuse and to article 228 of the Royal Legislative-Decree 4/2015, dated 23 October, approving the consolidated version of the Securities Market Act, Global Dominion Access, S.A. (the “**Company**” or “**Dominion**”) discloses that the Board of Directors of the Company has resolved to amend article 14 and to create article 18bis of the Regulation of the Board of Directors, with the purpose of establishing (with effects in 2018) a Strategy and Operations Committee within the Board of Directors.

In addition, the Board of Directors, with the prior favourable opinion of the Appointments and Remunerations Committee, has resolved to appoint the following members of the Board of Directors as members of the newly-established Strategy and Operations Committee:

Chairman: Mr. Alfredo Pérez Fernández

Members: Mr. Antonio Maria Pradera Jáuregui

Mr. Mikel Barandiarán Landin.

Mr. Francisco Riberas Mera

Mr. Juan Tomás Hernani Burzaco

Finally, it is stated that the director Mr. Alfredo Pérez Fernández, due to the end of its executive tasks within the Dominion Group, shall be considered as proprietary director going forward.

Bilbao, 12 December 2017.

Jose Ramon Berecibar Mutiozábal.

Secretary of the Board of Directors.

Annex.- New wording of articles 14 and 18bis of the Regulation of the Board of Directors.



MODIFICATION OF THE REGULATIONS OF THE BOARD OF DIRECTORS

Article 14. Committees of the Board of Directors.

Without prejudice to the delegations of powers that, if applicable, are carried out individually to the Chairman or any other Director (chief executive officer) and the power held by the Board to establish a Delegate Executive Committee, with the decision-making powers delegated to it, in any case there will be an Audit and Compliance Committee, an Appointments and Remunerations Committee, a Corporate Social Responsibility Committee and a Strategy and Operations Committee, only with information, advice and proposal powers in the matters determined by the following articles.

Article 18bis The Strategy and Operations Committee. Composition, competences and functioning.

1. *The Board of Directors shall also establish a permanent Strategy and Operations Committee, an internal body of an advisory and informative nature, without executive functions, with information, advice, and proposal powers within its scope of action indicated in section 3 of this article. The Strategy and Operations Committee will be composed of a minimum of three and a maximum of five Directors, appointed by the Board of Directors itself, who may be Executive Directors or external Directors. The Board of Directors will also appoint its Chairman from among the members that form part of said Committee. The Strategy and Operations Committee will appoint the person who performs the duties of Secretary of the Committee, who does not need to be a Director and who, in any case, must comply with the obligations set out for the Directors in these Regulations that, by their nature, may result applicable.*
2. *The Directors forming part of the Strategy and Operations Committee shall hold office for a maximum term of four years, without prejudice to their possible re-election. The renewal, re-election and removal of the Directors forming part of the Committee shall be as resolved by the Board of Directors.*
3. *Without prejudice to any other tasks that may be assigned at any time by the Board of Directors, the Strategy and Operations Committee shall exercise the following basic functions:*
 - (i) *Evaluating and proposing to the Board of Directors strategies for growth, development or diversification of the business of the Company and its Group.*
 - (ii) *Submitting to the Board of Directors with the opportunity to undertake new investments (both those that promote organic growth and those that allow inorganic growth through the acquisition of new companies, activities, or sectors), formulating alternatives of investment in assets increasing in the value of the Company and its Group in the long term.*
 - (iii) *Studying and proposing recommendations or improvements to the strategic plans and updates submitted to the Board of Directors.*
 - (iv) *Those other functions that could be resolved by the Board of Directors of the Company.*
4. *The Strategy and Operations Committee will meet at least twice a year. It will also meet at the request of any of its members and each time it is convened by its Chairman, who must do so whenever the Board or its Chairman requests the issuance of a report or the adoption of proposals*



and, in any case, whenever it results. convenient for the proper performance of its tasks

5. *Meetings of the Committee shall be called by the person performing the functions of President at each moment. The calling, except for special reasons of urgency in the opinion of the President, will be notified to the members of the Commission at least eight calendar days in advance, by letter, fax, telegram or email. The calling will include the agenda of the meeting. Without prejudice to this, the Committee may also deliberate on other issues not included in the aforementioned agenda.*
6. *The Strategy and Operations Committee will be validly constituted when a majority of its members attend the meeting, present or represented, and its resolutions will be adopted by an absolute majority of the Directors attending, in person or by proxy, the meeting. Representation may only be granted in favor of another Director who is a member of the Committee. Those who have been appointed to these positions will act as President and Secretary of the Commission. In case of impossibility or absence, the Chairman will be replaced by the member of the Committee most senior in the same and, if there are several with the same seniority, by the oldest member of the Committee. In case of impossibility or absence, the Secretary will be replaced by the younger member.*
7. *The Committee must record minutes of its meetings by the Secretary who, once approved well at the end of the meeting itself, or in the next meeting, will be signed by the President and the Secretary.*
8. *For the best performance of its functions, the Strategy and Operations Committee may seek the advice of external experts when it deems it necessary for the proper performance of its functions. Likewise, it shall have full powers to access all types of information, documentation or records deemed necessary for this purpose.*