



**PROSEGUR COMPAÑÍA DE SEGURIDAD, S.A.**

**RELEVANT FACT**

Madrid, January 31, 2020

In accordance with articles 530 and 534 of the Capital Companies Law, Prosegur Compañía De Seguridad, S.A. hereby informs of the formalization by the shareholders of the company Gubel, S.L. (a company which owns 51.618% of the capital share of Prosegur) of a syndication agreement by virtue of which, despite certain transfers of company shares between said shareholders, as a result of which Ms. Helena Revoredo Delvecchio now holds less than 50% of the share capital of Gubel, S.L., she will continue, uninterruptedly, to control Gubel, S.L. within the meaning of article 42 of the Commercial Code as she holds, by virtue of the syndication agreement, the majority of the voting rights in this company.

By virtue of the above, also without interruption, Ms. Helena Revoredo Delvecchio shall continue to exercise control over Prosegur Compañía de Seguridad, in accordance with article 5 of the Securities Market Law.

An extract of the syndication agreement is attached in accordance with article 530 of the Capital Companies Law.

## Extract from the Gubel, S.L. syndication agreement

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*“The Shareholders agree and accept that [...] Ms. Helena Revoredo shall continue, without interruption, to be in control of Gubel within the meaning of article 42 of the Commercial Code given that she shall have at her disposal, by virtue of this Agreement and as is agreed upon below, a majority of the voting rights in the Company, complying with the provisions of subarticle c) of article 42.1 of the Commercial Code.*

*For these purposes, each of the other Shareholders assigns to Ms. Helena Revoredo control over the exercising of the voting rights corresponding to [...] shares each, the wish of the Shareholders therefore being that [...] 100% of the voting rights in the Company should be exercisable in the following manner:*

- *Ms. Helena Revoredo shall be able to exercise [...] voting rights (51% of the voting rights in Gubel) corresponding to [...] shares which she owns and [...] owned by the other Shareholders (i.e. [...] shares of each of the other Shareholders).*
- *[...]*

*[...] they undertake to take whatever steps and sign whatever documents may be necessary or advisable (including, without limitation, the granting to Ms. Helena Revoredo of powers to represent them, or voting in accordance with the instructions of Ms. Helena Revoredo, or any other step or document of equivalent effect), so that Ms. Helena Revoredo is able to control the exercising of the voting rights corresponding to the aforementioned [...] shares of Gubel owned by the former, and therefore has at her effective disposal a majority of the voting rights in the Company, and thus continue to control Gubel, without interruption, within the meaning of article 42 of the Commercial Code.”*