

## Notice of Results and Settlement of the Offer

Pursuant to article 50, paragraph III, sub-paragraph i) of the General Provisions Applicable to Issuers of Securities and other Participants of the Securities Market (*Disposiciones de Carácter General Aplicables a las Emisoras de Valores y a otros Participantes del Mercado de Valores*), section 8 of the offering memorandum (*folleto informativo*) of the Offer (as defined below) — “*Conditions to the Offer*” — and any other applicable provisions therein (the “**Applicable Provisions**”), OHL México, S.A.B. de C.V. (the “**Issuer**”) and Magenta Infraestructura, S.L. (the “**Offeror**”), based on the information provided by Casa de Bolsa Santander, S.A. de C.V., Grupo Financiero Santander México, as underwriter (*intermediario*) of the Offer (the “**Underwriter**”) to the Offeror, and by the Offeror to the Issuer, hereby notify the market that the period of the tender offer (the “**Offer**”) made by the Offeror for up to 727,534,088 ordinary, nominative, sole series and outstanding shares, without par value, representing 42% of the capital stock of the Issuer (the “**Shares**”) expired on July 26, 2017.

In accordance with the information that, as of the date hereof, has been provided by the Underwriter to the Offeror, and by the Offeror to the Issuer, below are the final results of the Offer:

Registration Date before the Mexican Stock Exchange: August 1, 2017

Settlement Date: August 4, 2017

Number of Shares Subject to the Offer: 727,534,088

Acquisition Price per Share: MXN\$27.00, in cash

Total Amount of the Offer: MXN\$19,643,420,376.00

Number of Shares Offered and Delivered as part of the Offer: 485,210,435

Offer Acceptance Rate: 66.69%

Total Settlement Amount: MXN\$13,100,681,745.00

As a result of the Offer, the Offeror has acquired a total of 485,210,435 Shares of the Issuer representing 28.34% of the capital stock of the Issuer (without considering the treasury shares of the Issuer) and, together with the shares held by the Offeror and/or its Affiliates (as defined in the offering memorandum of the Offer), the Offeror and its Affiliates will own or hold, directly or indirectly, 1,470,015,243 Shares of the Issuer, representing 85.85% of the capital stock of the Issuer (without considering the aforementioned treasury shares).

In connection with the foregoing, and given that the conditions to the Offer have been fully satisfied in accordance with the terms of the Applicable Provisions, the market is hereby notified that the Offeror will proceed with the settlement of the Offer on the Settlement Date (as defined in the offering memorandum of the Offer) in accordance with the Applicable Provisions.