

THIS ENGLISH LANGUAGE VERSION OF THE NOTICE FOR INFORMATION PURPOSES HAS BEEN PREPARED SOLELY AND EXCLUSIVELY FOR INFORMATIONAL PURPOSES AND HAS NOT BEEN REVIEWED NOR AUTHORIZED BY ANY AUHTORITY, INCLUDING THE NATIONAL BANKING AND SECURITIES COMMISSION (COMISIÓN NACIONAL BANCARIA Y DE VALORES), AND/OR THE MEXICAN STOCK EXCHANGE (BOLSA MEXICANA DE VALORES, S.A.B. DE C.V.).

NEITHER THE US SECURITIES AND EXCHANGE COMMISSION NOR ANY SECURITIES EXCHANGE COMMISSION OF ANY STATE OF THE UNITED STATES OF AMERICA HAS (A) APPROVED OR DISAPPROVED THE OFFER; OR (B) PASSED UPON THE ADEQUACY OR ACCURACY OF THE DISCLOSURE IN THE NOTICE FOR INFORMATION PURPOSES AND/OR IN THE OFFERING DOCUMENT OF THE OFFER.

THE ONLY AUTHORIZED NOTICE FOR INFORMATION PURPOSES WITH REGARDS TO THE OFFER IS THAT PREPARED IN SPANISH LANGUAGE AND WHICH CAN BE CONSULTED AT THE WEBPAGES OF THE NATIONAL BANKING AND SECURITIES COMMISSION (COMISIÓN NACIONAL BANCARIA Y DE VALORES) (WWW.GOB.MX/CNBV), THE MEXICAN STOCK EXCHANGE (BOLSA MEXICANA DE VALORES S.A.B. DE C.V.) (WWW.BMV.COM.MX), AND OHL MÉXICO, S.A.B. DE C.V. (WWW.OHLMEXICO.COM.MX).

FROM A MEXICAN LAW PERSPECTIVE, NEITHER THE OFFEROR NOR ANY OF ITS AFFILIATED ENTITIES SHALL BE HELD LIABLE FOR ANY INCONSISTENCIES BETWEEN THIS ENGLISH LANGUAGE VERSION OF THE NOTICE FOR INFORMATION PURPOSES, AND THE AUTHORIZED AND VALID NOTICE FOR INFORMATION PURPOSES IN SPANISH LANGUAGE.

FROM A MEXICAN LAW PERSPECTIVE, IN THE EVENT OF ANY DISCREPANCIES BETWEEN THE SPANISH AND ENGLISH VERSIONS OF THE NOTICE FOR INFORMATION PURPOSES, THE SPANISH VERSION SHALL PREVAIL IN ALL INSTANCES.

NOTICE FOR INFORMATION PURPOSES

IN CONNECTION WITH THE TENDER OFFER (THE “OFFER”) FOR UP TO 727,534,088 ORDINARY, NOMINATIVE, SOLE SERIES SHARES, WITHOUT PAR VALUE, REPRESENTING 42.00% OF THE TOTAL CAPITAL STOCK OF OHL MÉXICO, S.A.B. DE C.V. (THE “ISSUER” OR “OHL MÉXICO”), CONSIDERING THE TREASURY SHARES OF OHL MÉXICO (CORRESPONDING TO 42.49% OF THE OUTSTANDING CAPITAL STOCK OF OHL MÉXICO, WITHOUT CONSIDERING THE TREASURY SHARES OF OHL MÉXICO, AND TO 100% OF THE OHL MÉXICO SHARES THAT HAVE BEEN PLACED AMONGST THE GENERAL INVESTING PUBLIC).

THE OFFEROR

MAGENTA INFRAESTRUCTURA, S.L.

THE ISSUER



OHL México

OHL MÉXICO, S.A.B. DE C.V.

TOTAL AMOUNT OF THE OFFER

UP TO MXN\$19,643'420,376.00 (NINETEEN BILLION SIX HUNDRED FORTY-THREE MILLION FOUR HUNDRED TWENTY THOUSAND THREE HUNDRED SEVENTY-SIX PESOS 00/100 M.N.)

The Offer was authorized, together with the corresponding offering memorandum and offer notice (the “Offering Memorandum” and the “Offer Notice”) by the National Banking and Securities Commission (Comisión Nacional Bancara y de Valores; the “CNBV”) by means of the official communications No. 153/10423/2017 dated June 14, 2017.

In connection with the Offer, Magenta Infraestructura, S.L. (the “Offeror”), based on the provisions of articles 2, section XVIII, 6, 83 section II, 84, 95, 96 and 98 in connection with article 97, section III of the Securities Market Law (Ley del Mercado de Valores; “LMV”), and of the article 16 and other applicable rules of the General Provisions Applicable to Issuers of Securities and other Participants of the Securities Market issued by the CNBV (Disposiciones de Carácter General aplicables a las Emisoras de Valores y a otros Participantes del Mercado de Valores; the “General Provisions”) as well as Section 8 “Conditions of the

Offer” and Section 5.10 “Characteristics of the Offer – Extension cases to the Term of the Offer and reasons thereby” of the Definitive Offering Memorandum of the Offer, announces the general investing public, as of this date:

1. A reduction in the minimum acceptance condition from 95% (ninety five percent) to 85% (eighty five percent), such that, considering the number of public shares of OHL México that accept the Offer, the Offeror and its affiliates will own or hold, directly or indirectly, at least 85% (eighty five percent) of the representative shares of the capital stock of OHL Mexico. This reduces the conditionality of the Offer and increases certainty for the shareholders of OHL México who accept the Offer that the Offer will be successful.

In view of the foregoing, the condition of the Offer set forth in numeral 1) (*Minimum Percentage of Acquisition*) of Section 8.1. of the Offering Memorandum has been amended, so that such condition of the Offer reads as follows:

“1) *Minimum Percentage of Acquisition: That, considering the number of Public Shares of OHL México with respect to the ones accepted as part of the Offer, the Offeror and its Affiliates, may own or hold directly or indirectly, at least 85% of the representative shares of the capital stock of OHL México.”*

2. That the term of Offer has been extended for an additional period of 5 (five) business days, such that, the Offer will now close at 14:00 hours (Mexico time) on **Wednesday, July 26, 2017**. This extension period is expected to allow for the receipt of all necessary authorizations from the European Antitrust Commission (*Comision Europea de Competencia*) for completion of the Offer as set forth in the Offering Memorandum.

In view of the foregoing, the following dates have been extended (1) the maturity date of the Offer to **July 26, 2017**; (2) the date on which the result of the Offer will be published to **July 27, 2017**; (3) the registry date before the BMV to **August 1, 2017**; and (4) the settlement date of the Offer to **August 4, 2017**.

In addition, it is hereby informed to the general investing public that:

The remaining terms and conditions of the Offer, including the offer price of MXN\$27.00 (Twenty-Seven Pesos 00/100 M.N.) per share, remain unchanged as set out in the Offering Memorandum, which will not be amended because of the modification and extension of the Offer established in this notice for information purposes.

As set out in the Offering Memorandum, the Board of Directors of OHL Mexico, by resolution of its independent members, opined that the offer price is fair from a financial point of view, taking into consideration both the opinion issued by the independent expert, Rothschild (Mexico) S.A. de C.V., and the opinion of the Corporate Practices Committee of OHL Mexico.

The shareholders of OHL México must take note that:

1. If the Offer is successful, OHL Mexico is expected to be removed from the Pricing and Trading Index (*Índice de Precios y Cotizaciones; IPC*). OHL Mexico's removal is subject to the Mexican Stock Exchange's (*Bolsa Mexicana de Valores, S.A.B. de C.V.*; the “**BMV**”) determination that it no longer complies with the methodologies and calculations to be a part of such index, following completion of the Offer.
2. The Offeror will not be required to make a subsequent tender offer unless that, as a result of the Offer, the scenarios for a mandatory cancellation tender offer provided under article 108 of the Securities Market Law (*Ley del Mercado de Valores*) are met, and even if the scenario provided for by section II of such Article is met, the exception to carry out a tender offer pursuant to Article 15 Bis of the General Provisions applies. There is no certainty regarding these procedures nor of the date on which any potential subsequent offer, if ever made, would be carried out. For more information, please refer to Sections 10 – “Intention and Reason of the Offer; Purposes and Plans”, 13 – “Consequences of the Offer”, 14 – “Risk Factors” and 15 – “Maintenance or Cancellation of Registration” of the Offering Memorandum.

The shareholders of OHL México must read this notice for information purposes jointly with the Offering Memorandum.

The public shares of OHL México representative of the capital stock thereof subject to the Offer are duly registered under number 3314-1.00-2010-001 with the National Securities Registry (*Registro Nacional de Valores*) and are listed on the BMV.

The registration with the National Securities Registry in no way implies a certification of the quality of the securities, the solvency of the Issuer or the precision or truthfulness of the information contained in this notice for information purposes, the corresponding Offer Notice and the Offering Memorandum, and does not waive any acts that, as the case may be, may have been carried out against the applicable laws.

The authorization issued by the CNBV to carry out the Offer does not imply a judgement of the suitability or sufficiency of the acquisition price of the public shares of OHL México, and is limited to authorizing its launching pursuant to the authorities conferred by the applicable law, and shall not be deemed to be a recommendation or opinion by such authority with respect to the convenience of the Offer referred to in this notice for information purposes.

The Offering Memorandum, the Offer Notice, and this notice for information purposes may be consulted on the webpage of the BMV, www.bmv.com.mx, the webpage of the CNBV, www.gob.mx/vnbv, and the webpage of the Issuer, www.ohlmexico.com.mx

México City, México, on July 10, 2017.

CNBV Authorization number 153/10514/2017 dated July 10, 2017.

FOR INFORMATIONAL PURPOSES ONLY - NOT AUTHORIZED