M.8580 - MIROVA / COMSA / PGGM / MAS D'ENRIC PRISON / TERRASSA AND LA BISBAL COURTS / ALBALI

SECTION 1.2

Description of the concentration

The "**Proposed Transaction**" entails the acquisition by COMSA Concesiones, S.L. ("**COMSA**"), Mirova Core Infrastructure, S.À.R.L ("**Mirova**") and Stichting Depositary PGGM Infrastructure Funds ("**PGGM Titleholder**"), in its capacity as titleholder of PGGM Infrastructure Fund ("**PGGM Fund**") ("**PGGM Titleholder**", together with COMSA and Mirova, the "**Notifying Parties**") of joint control over the vehicle Mircom Concesiones de Infraestructuras, S.L. ("**Infraco**"), in which COMSA will hold a stake, while Mirova and PGGM Titleholder will joint and indirectly hold the remaining stake (through a newly incorporated vehicle, the "**SPV**", held by Mirova and PGGM Titleholder). Prior to that, COMSA will transfer to Infraco its stake in a number of companies, namely: Cedinsa Concessionària, S.A. ("**Cedinsa**"), Superficiaria CP Mas d'Enric, S.A.U. ("**Mas d'Enric Prison**"), Superficiaria Comsa I, S.A.U. ("**Terrasa and La Bisbal Courts**"), Albali Señalización, S.A. ("**Albali**"), and Metro de Málaga, S.A. ("**Metro de Málaga**") (together, the "**Target Companies**").

From a merger control perspective, the Proposed Transaction will derive in the indirect acquisition of joint control by COMSA, Mirova and PGGM Titleholder over some of the Target Companies, namely over Mas d'Enric Prison, Terrasa and La Bisbal Courts, and Albali (the "**Target Companies Object of Control**", together with COMSA, Mirova and PGGM Titleholder, the "**Parties to the Concentration**").