



## GESTAMP AUTOMOCIÓN, S.A.

### SIGNIFICANT EVENT

Madrid, 18 December 2018

Pursuant to article 228 of the consolidated text of the Securities Market Act, approved by Legislative Royal Decree 4/2015 of 23 October, and related provisions, Gestamp Automoción, S.A. (the “**Company**”) hereby informs of the following

### SIGNIFICANT EVENT

The Board of Directors of the Company, at its meeting held yesterday, on 17 December 2018, approved, among others, the following agreements:

- **Approval of a new Dividend Policy** attached to this Significant Event. In accordance with this Dividend Policy, the Board of Directors of the Company will strive to ensure that the dividend to be distributed in each financial year is equivalent to approximately 30% of the consolidated net profit for the year, and that such dividend will be distributed in two payments:
  - (i) a first payment, through the distribution of an interim dividend, that will be approved pursuant to a resolution of the Board of Directors to be adopted in December of each year and paid between January and February of the following year, and
  - (ii) a second payment, through the distribution of an ordinary dividend, that will be approved by virtue of a resolution of the Ordinary General Shareholders' Meeting at the time of approval of the annual accounts and will be paid between the months of June and July of each year.

The Board of Directors shall also endeavour to ensure that shareholders may receive this dividend in cash, either because the dividend is exclusively paid in cash, or, in the event the dividend is paid in kind, because the shareholders are given the right to request payment in cash.

However, the payment of dividends, if any, and the amounts and dates of payment will depend on numerous factors including, among others, the legal, tax and regulatory requirements applicable at any given time, the distributable net profit or the availability of distributable reserves, the evolution of the Company's business and its growth strategy (in particular, opportunities for inorganic growth), general economic and business conditions and any other factors that the Board of Directors must take into account at any given time in the interest of the Company.

- **Distribution of an interim cash dividend based on the results of the year 2018** for a gross amount of 0.065 euros per share for each of the outstanding Company's ordinary shares.

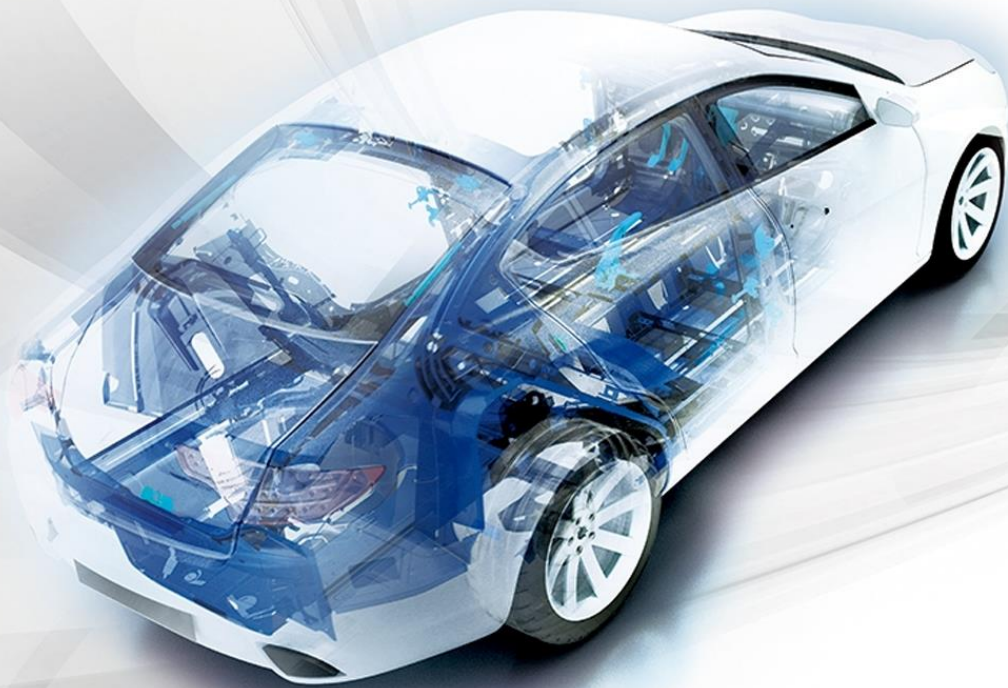
The dividend will be paid on 14 January 2019, by the agent bank CaixaBank, S.A., through the participating entities of “Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U.” (IBERCLEAR) deducting the applicable withholding from the mentioned gross amount.

Relevant dates of this corporate event are the following:

- (i) Date as of which the Company's shares will be traded without the right to receive the dividend (ex date): 10 January 2019.
- (ii) Date on which shareholders that are eligible to receive payment of the dividend will be determined (record date): 11 January 2019.
- (iii) Payment date: 14 January 2019.

A press release is attached.

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## Dividend Policy

Gestamp Automoción, S.A.

17 December 2018

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## 1. Introduction

In accordance with the provisions of article 529 ter of the Companies' Act ("LSC"), the Board of Directors of listed companies may not delegate the approval of, among others, the dividend policy.

By virtue of the foregoing, the Board of Directors of Gestamp Automoción, S.A. (the "**Company**") agrees to approve the this dividend policy (the "**Dividend Policy**") that forms part of the Company's corporate governance system.

## 2. Consistency of the policy with the Company's strategy and to current legislation

The Board of Directors promotes a strategy that strikes a balance between the business needs of the Company and its group and a reasonable remuneration for the shareholder, ensuring the long-term sustainability of the business project developed by the Company and its group.

The resolutions adopted by the General Shareholders' Meeting and the Board of Directors of the Company in execution of this Dividend Policy, shall, in all cases, respect the provisions of current legislation and the recommendations and principles of good corporate governance.

## 3. General guidelines and remuneration forecast

The resolutions relating to the distribution of dividends by the Company must comply with the principles of (i) relationship between the remuneration of the shareholder and the profit obtained by the Company, (ii) proportionality to the paid-up capital and (iii) transparency.

As a result of the strategy mentioned in the previous section, the Company's Board of Directors will strive to ensure:

- (a) that the dividend to be distributed in each financial year is equivalent to approximately 30% of the consolidated net profit for the year;
- (b) that the shareholders are able to receive the dividend in cash, whether it is due to the fact that the dividend is exclusively a cash dividend or, in the event that the dividend is paid in kind, because the shareholders are given the right to request payment in cash.
- (c) that, although dividends may be distributed through any of the methods established by the LSC for this purpose, the Company will pay the annual dividend in two payments:
  - (i) a first payment, through the distribution of an interim dividend, that will be approved pursuant to a resolution of the Board of Directors to be adopted in December of each year and paid between January and February of the following year, and
  - (ii) a second payment, through the distribution of an ordinary dividend, that will be approved by virtue of a resolution of the Ordinary General Shareholders' Meeting at the time of approval of the annual accounts and will be paid between the months of June and July of each year.

However, the payment of dividends, if any, and the amounts and dates of payment will depend on numerous factors including, among others, the legal, tax and regulatory requirements applicable at any given time, the distributable net profit or the availability of distributable reserves, the evolution of the Company's business and its growth strategy (in particular, opportunities for inorganic growth), general economic and business conditions and any other factors that the Board of Directors must take into account at any given time in the interest of the Company.

## 4. Approval

This Policy has been approved by the Board of Directors of the Company and any modification thereof will require the approval of the aforementioned body.

This Policy shall be reviewed and updated whenever necessary to bring it into line with the Company's legal, corporate and financial position.