



ENCE ENERGÍA Y CELULOSA, S.A. (the “**Company**”), in accordance with article 82 of the Securities Market Law, proceeds under this letter to communicate the following

RELEVANT EVENT

The Board of Directors of the Company, in execution of the delegation of powers by the Annual Shareholders’ Meeting of 21 March 2013, has agreed today to implement and develop the conditions of the Incentive Plan for years 2013-2015 (the “**Incentive Plan**”), which basic conditions were approved by the above mentioned Annual Shareholders’ Meeting under the seventh point of the Agenda and communicated as a relevant event on 21 March 2013.

The main features of the Incentive Plan are the following:

1. Description: The Incentive Plan is a multi-annual monetary compensation plan which purpose is to incentivize its beneficiaries to meet the strategic plans of the Company, to commit the higher management to the shareholders' interests and to reinforce their permanence in the Company.

2. Beneficiaries: By virtue of the Board of Directors agreement, previously proposed by the Appointments and Remuneration Commission, the beneficiaries of the Incentive Plan are the Chief Executive Officer, the Management Committee and other key managers of the Company. Notwithstanding the above, the Board of Directors, with the previous favorable report of the Appointments and Remuneration Commission and with the conditions to be determined in such case, can extend in the future the Incentive Plan to any other beneficiaries which it considers convenient, considering the importance of its function.

3. Generation Period and Date of Accrual: The generation period for the Incentive Plan begins on 1 January 2013 and will end on 31 December 2015.

It will be an indispensable requirement for receiving the incentive to be in a position of effective service on 1 October 2016, except for the cases specified in the Incentive Plan.

4. Amount of the Incentive: The amount of the incentive will be equivalent to a percentage between 50% and 120% of the average fixed annual remuneration of each beneficiary in the years 2013, 2014 and 2015, depending on the achievement level of the various objectives for awarding the incentive.

5. Payment of the Incentive: The Board of Directors, with the previous favorable report of the Appointments and Remuneration Commission, will evaluate the achievement level of the objectives in the first quarter of the year 2016. The beneficiaries will be recognized an incentive amount which will depend on the achievement level of the objectives. The incentive will be paid in the fourth quarter of the year 2016.

All of the above, without prejudice to the communications that have to be submitted to the *Comisión Nacional del Mercado de Valores* in conformity with its *Circular 2/2007, de 19 de diciembre*, and with *Real Decreto 1362/2007, de 19 de octubre*.

In Madrid, on 30 April 2013.