SCHEDULE 25
FINANCING AND SHAREHOLDER AGREEMENTS

PART 1   INITIAL SENIOR LENDING AGREEMENTS

1.   Credit Agreement of even date herewith between Project Co, the Agent as administrative agent and Banco Bilbao Vizcaya Argentaria, S.A., New York Branch, CaixaBank, S.A., MUFG Bank, Ltd., Canada Branch and Sumitomo Mitsui Banking Corporation as lenders and mandated lead arrangers and joint bookrunners, and Banco Bilbao Vizcaya Argentaria, S.A., CaixaBank, S.A., MUFG Bank, Ltd. and Sumitomo Mitsui Banking Corporation, New York Branch, as hedge providers.

2.   Hedging Agreement comprising ISDA Master Agreement (2002) and corresponding ISDA Schedule to Master Agreement of even date herewith between Project Co and Banco Bilbao Vizcaya Argentaria, S.A., together with Interest Rate Swap Confirmation relating to such Hedging Agreement.

3.   Hedging Agreement comprising ISDA Master Agreement (2002) and corresponding ISDA Schedule to Master Agreement of even date herewith between Project Co and CaixaBank, S.A., together with Interest Rate Swap Confirmation relating to such Hedging Agreement.

4.   Hedging Agreement comprising ISDA Master Agreement (2002) and corresponding ISDA Schedule to Master Agreement of even date herewith between Project Co and MUFG Bank, Ltd., together with Interest Rate Swap Confirmation relating to such Hedging Agreement.

5.   Hedging Agreement comprising ISDA Master Agreement (2002) and corresponding ISDA Schedule to Master Agreement of even date herewith between Project Co and Sumitomo Mitsui Banking Corporation, New York Branch, together with Interest Rate Swap Confirmation relating to such Hedging Agreement.

6.   General Security Agreement of even date herewith of Project Co in favour of the Agent.

7.   Limited Recourse Guarantee and Pledge of even date herewith between Project Co, the Agent and Acciona BSP Holdings Inc.

8.   Limited Recourse Guarantee and Pledge of even date herewith between Project Co, the Agent and GI&P BSP Holdings Inc.

9.   Blocked Accounts Agreement (General) of even date herewith between Project Co, the Agent and The Toronto-Dominion Bank.

10.   Blocked Accounts Agreement (Springing) of even date herewith between Project Co, the Agent and The Toronto-Dominion Bank.

11.   Lenders' Remedies Agreement

12.   Lenders' DB Direct Agreement (as defined in the Design-Build Contract) of even date herewith between Project Co, the Construction Contractor and the Agent, together with an Acknowledgement of Lender DB Direct Agreement of even date herewith from each of Corporación Acciona Infraestructuras, S.L. and Ghella S.p.A.

13.   DB Contractor Liquid Security (as defined in the Design-Build Contract) provided by the Design-Build Contractor in accordance with Article 8 Section 8.3 of Chapter 1 to the Design-

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Build Contract.

14. Guarantee by Ghella S.p.A securing the performance of Ghella Canada Ltd.'s obligations under the Design-Build Contract and the Lenders' CC Direct Agreement provided in favour of Project Co and assigned as Security to the Agent.

15. Guarantee by Corporación Acciona Infraestructuras, S.L. securing the performance of Acciona Infrastructure Canada Inc.'s obligations under the Design-Build Contract and the Lenders' CC Direct Agreement provided in favour of Project Co and assigned as Security to the Agent.

16. Substantial Completion Payment Performance Support (as defined in the Design-Build Contract).

17. Bank fee letter dated June 22, 2020 entered into between Acciona Concessions S.L. and Ghella Investments & Partnerships S.p.A., as developers, and Banco Bilbao Vizcaya Argentaria, S.A. New York Branch, CaixaBank, S.A., MUFG Bank, Ltd. and Sumitomo Mitsui Banking Corporation, as mandated lead arrangers.

18. Lenders' Direct Agreement of even date herewith among the Agent, Thales Canada Inc. and Broadway Subway Constructors General Partnership.

PART 2   INITIAL JUNIOR LENDING AGREEMENTS

Nil.

PART 3   INITIAL SHAREHOLDER AGREEMENTS

1. Shareholders Agreement dated as of July 20, 2020 between Acciona BSP Holdings Inc. and GI&P BSP Holdings Inc., as amended.