

A LA COMISIÓN NACIONAL DEL MERCADO DE VALORES

D. Pedro Miras Salamanca, de nacionalidad española, con domicilio a estos efectos en Paseo de la Castellana 79, 28046, Madrid, en nombre y representación de Corporación de Reservas Estratégicas de Productos Petrolíferos (“**CORES**” o la “**Corporación**”), con domicilio social en Paseo de la Castellana 79, 28046, Madrid, en su condición de Presidente de CORES, debidamente apoderado al efecto por los acuerdos de su Junta Directiva de 21 de mayo de 2015 y 23 de julio de 2015, en relación con el suplemento (el “**Suplemento**”) al folleto de base correspondiente al programa de emisión de valores no participativos de CORES (el “**Programa**”) que fue verificado e inscrito en los registros oficiales de la Comisión Nacional del Mercado de Valores (“**CNMV**”) el 22 de septiembre de 2015,

CERTIFICO

Que la versión impresa del Suplemento inscrito y depositado en la CNMV se corresponde con la versión en soporte informático que se adjunta.

Asimismo, por la presente se autoriza a la CNMV para que el Suplemento de CORES sea puesto a disposición del público a través de su página web.

Y, para que así conste y surta los efectos oportunos, expido la presente certificación en Madrid, a 16 de octubre de 2015.

**Corporación de Reservas Estratégicas
de Productos Petrolíferos.**

P.p.

D. Pedro Miras Salamanca
Presidente

BASE PROSPECTUS SUPPLEMENT DATED OCTOBER 2015



Corporación de Reservas Estratégicas de Productos Petrolíferos

(incorporated as a Non-profit Public-Law Corporation in Spain)

Euro 1,500,000,000

Euro Medium Term Note Programme

This supplement (the **Supplement**) to the base prospectus approved and registered in its official registries by the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores –CNMV–*) on 22 September 2015 (the **Base Prospectus**) constitutes a supplement pursuant to Article 16 of Directive 2003/71/EC (the **Prospectus Directive**) to the Base Prospectus in connection with the Euro 1,500,000,000 Euro Medium Term Note Programme (the **Programme**) of *Corporación de Reservas Estratégicas de Productos Petrolíferos* (**CORES** or the **Issuer**). This Supplement has been prepared for the purposes of disclosing certain recent changes and significant new factors relating to the information included in the Base Prospectus which have arisen after its publication.

Terms defined in the Base Prospectus have the same meaning when used in the Supplement.

Full information on the Issuer and any series or tranche of Notes is only available on the basis of the combination of the Base Prospectus, this Supplement and the relevant Final Terms.

The Issuer accepts responsibility for the information contained in this Supplement for each Tranche of Notes issued under the Programme. The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in the Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

Application has been made to the CNMV, as competent authority for the purposes of the Spanish Royal Decree 1310/2005, of 4 November (the **Prospectus Law**) implementing Directive 2003/71/EC as amended by Directive 2010/73/EU (the **Prospectus Directive**), to approve this Supplement.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

1. DESCRIPTION OF THE ISSUER – BUDGET AND FEES

Section 3 “Description of the Issuer” of the Base Prospectus is amended as follows:

The below language replaces in its entirety the subsection “Budget and Fees” contained in Section 3 “Description of the Issuer” of the Base Prospectus and shall be deemed to be contained in and to form part of the Base Prospectus:

“Budget and fees

The Corporation prepares an annual budget that incorporates the appropriate forecast of expenses to finance its activities. To that effect, the Corporation must use all the information it has available in order to update the volume of strategic stocks to be maintained at all times and the costs in which it might incur in order to achieve its corporate purpose.

Once the income and expense budget has been prepared, a proposal for the unit fees applicable to each group of products taking into consideration the volume of cubic meters or metric tonnes of each product to be sold or consumed, forecasted on the basis of the market information available will be forwarded to the Ministry of Industry, Energy and Tourism by the Corporation. These fees determine the payment to which members of CORES are obliged to comply with.

Consequently, once the proposal from the Corporation is forwarded, the unit fees per cubic meter or metric tonne sold or consumed for each group of products, and in the case of those groups where CORES maintains strategic stocks (all except liquefied petroleum gas and natural gas), per day of stocks maintained by CORES on behalf of each obliged party are determined on an annual basis through an Order of the Ministry of Industry, Energy and Tourism, except when the need to maintain the Corporation’s financial solvency recommends establishing extraordinary fees for a different term, following an equivalent approval procedure.

Once the annual contributions have been approved, CORES may request the General Directorate of Energy Policy and Mines (*Dirección General de Política Energética y Minas*) their modification upwards or downwards subject to a limit of 5%, submitting the documentation supporting such request.

In accordance with the provisions of the Ministerial Order IET/2470/2014, of December 29, approving the Corporation’s fees for year 2015, the obliged parties will pay the following fees to the Corporation:

- (i) Motor vehicle and aviation gasoline: Euro 0.0971 per cubic meter sold or consumed and per day of stocks held by the Corporation for the account of the obliged party.
- (ii) Automotive diesel oils, other diesel oils, aviation kerosene and other kerosene: Euro 0.0949 per cubic meter sold or consumed and per day of stocks maintained by the Corporation for the account of the obliged party.
- (iii) Fuel oils: Euro 0.0974 per metric tonne sold or consumed and per day of stocks maintained by the Corporation for the account of the obliged party
- (iv) Liquefied petrol gases: Euro 0.09 per metric tonne sold or consumed.
- (v) Natural gas: Euro 4.15/GWh of firm sales or consumptions.

In this respect, fees for liquefied petrol gases and natural gas approved for each calendar year are collected during the following year.

As previously mentioned, once the annual contributions have been approved, CORES may request the General Directorate of Energy Policy and Mines their modification, in particular, when the assumptions made to determine CORES’ budget experience important changes.

In this sense, in 2014 there were significant changes in some assumptions taken into account in CORES' Budget (the basis for the approval of the 2014 fees). Specifically, positive behaviour of oil sales, as well as the containment of the financial expenses due to interest rate decrease and the reduction of the expenses corresponding to the lease of storage capacity (due to the award of a tender in 2013 for the relocation and storage of strategic reserves, enabling the adjustment of storage costs to current market conditions), generated a surplus. Accordingly, CORES proposed a decrease in the fees applicable to sales or consumption starting September 2014, inclusive, with the exception of those relating to liquid petroleum gases and natural gas, which remained unchanged. The Ministry of Industry, Energy and Tourism approved Order IET/1790/2014 (1 October), which amended CORES' fees for 2014.

Similarly, in 2015 there have been substantial changes in the assumptions considered by CORES when preparing the Corporation's 2015 Budget, including higher than expected sales of oil products and a reduction of prevailing interest rates. These changes, together with a reduction of the expenses corresponding to the lease of storage capacity due to the negotiation in more favourable terms of CORES' storage capacity tender processes, have resulted in a reduction of the Issuer's financial and strategic stock storage expenses.

This has led to a surplus in the fees collected by CORES from operators relative to the operational expenses of the Corporation which endorses a reduction of the fees payable by the obliged parties starting from those corresponding to sales or consumptions of oil products in September 2015. This reduction of fees is consistent with CORES' focus in keeping fees payable by market operators as close as possible to real costs, thereby adapting its fee income to the performance of markets in intra-year periods. The Issuer believes that this approach translates into a better pass-through of costs to consumers and a more efficient financing of the system.

In light of the foregoing, CORES' Board of Directors resolved in its meeting held on 24 September 2015, to submit to the General Directorate of Energy Policy and Mines a proposal for the reduction of the fees applicable to sales or consumptions of several groups of products, starting from those corresponding to September 2015, to be paid before 20 October 2015, with the exception of those relating to liquid petroleum gases and natural gas, which remained unchanged, as follows:

- (i) Motor vehicle and aviation gasoline: Euro 0.0601 per cubic meter sold or consumed and per day of stocks held by the Corporation for the account of the obliged party.
- (ii) Automotive diesel oils, other diesel oils, aviation kerosene and other kerosene: Euro 0.0562 per cubic meter sold or consumed and per day of stocks maintained by the Corporation for the account of the obliged party.
- (iii) Fuel oils: Euro 0.0577 per metric tonne sold or consumed and per day of stocks maintained by the Corporation for the account of the obliged party.

Consequently, the Ministry of Industry, Energy and Tourism approved Order IET/1981/2015, of 30 September, amending the Corporation's fees for year 2015, applicable to the sales and consumptions of September, October and November of 2015. Fees corresponding to the sales and consumptions of December 2015, to be collected before 20 January 2016, will be those approved by the Ministry of Industry, Energy and Tourism for the year 2016.

The Corporation will forward a formal notice to each obliged party that fails to effect the payment of the relevant fee. In case of delay in the payment on the part of the debtor, interests will be charged at a rate equivalent to 3 percentage points above the legal interest rate on the delayed fee.

The non-payment of the contributions or fees to the Corporation will be considered a serious or very serious infringement of the regulations on minimum security stocks, without prejudice to the possibility of revoking or suspending the administrative authorisation granted to the obliged party. In addition, it should be taken into account that if the obliged party ceases its operation, or its license is

revoked due to the default, its market share would presumably be absorbed by another operator which would pay the corresponding fees to CORES.

Apart from these ordinary fees and exceptionally when so recommended for the correct fulfilment of the purposes of the Corporation and at the proposal of CORES, extraordinary fees will be fixed by the Ministry of Industry, Energy and Tourism.

Finally, in line with previous financial years, the level of defaults in the payment of fees was not relevant due to their mandatory nature and the sanctions CORES' members could face, should they breach their obligations to CORES, since failure by its members to settle CORES' fees constitutes a serious or very serious infringement of the regulations on minimum security stocks which might entail the revocation or suspension of the administrative authorisation granted to such member to operate in the Spanish market."

2. CREDIT RATINGS ASSIGNED TO CORES

As of 6 October 2015, Standard & Poor's Credit Market Services Europe (S&P), has communicated an increase on CORES' rating from BBB to BBB+. As a result of such actions the ratings assigned to CORES by the rating agencies Fitch Ratings España, S.A.U. (Fitch) and S&P are as follows:

Rating Agency	CORES	
	Rating	Outlook
Fitch	BBB+	Stable
Standard & Poor's	BBB+	Stable

Whereas, at the date of registration of the Base Prospectus, CORES had been assigned the following ratings from Fitch and S&P:

Rating Agency	CORES	
	Rating	Outlook
Fitch	BBB+	Stable
Standard & Poor's	BBB	Stable

Therefore, all mentions in the Base Prospectus to the previous credit rating assigned to CORES by S&P (this is, BBB) must be replaced by the aforementioned information relating to the new rating assigned by such rating agency (this is, BBB+) that substitutes all previous information in relation to such rating and that shall be deemed to be contained in and to form part of the Base Prospectus.

As of the date of registration and approval of the Base Prospectus by the CNMV, on 22 September 2015, until the date of registration and approval of this Supplement, save as disclosed herein, no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the securities has arisen.

In witness of his knowledge and approval of the contents hereof, pursuant to the authorisation granted by CORES' Board of Directors' resolutions passed on 21 May 2015 and 23 July 2015, this Supplement is hereby signed by Mr. Pedro Miras Salamanca, Chairman (*Presidente*) of CORES, in Madrid this 16 October 2015.

**Signed on behalf of Corporación de Reservas
Estratégicas de Productos Petrolíferos**

By

Mr. Pedro Miras Salamanca

Chairman