

NATURGY ENERGY GROUP, S.A.

NATURGY ENERGY GROUP, S.A. (formerly called GAS NATURAL SDG, S.A.), in compliance with the provisions of article 228 of the consolidated text of Act 24/1988, of 28 July, on the Securities Market, hereby notifies the National Securities Market Commission of the following

REGULATORY INFORMATION

The Annual General Shareholders Meeting held on June 27th 2018 has approved all the resolutions proposed by the Board of Directors as included in the agenda of the meeting:

- approval of the Financial Statements and Directors' Report of GAS NATURAL SDG, S.A. and its consolidated group for the year ended 31 December 2017.

- distribution of the 2017 results (1.023.597.180,66.-€), as proposed by the Board of Directors:

Voluntary reserves.....	22.907.839,66.-€
Dividends	1.000.689.341,00.-€

This amounts to a 1€ per share dividend.

On 27 September 2017, an advance payment of €330,227,482.53, amounting to €0.33 per share, was paid. On or after July 5th 2018 the remaining amount (€670,461,858.47), or €0.67 per share, will be paid

- Transfer €81,486,060.58 from the "Goodwill Reserve" account to the "Voluntary Reserves" account

- Approval of the Board of Directors' management during 2017

- Amendment to the Articles of Association for the purpose of simplifying the drafting of the same and to include improvements in terms of corporate governance and those of a technical nature. Approval of the new consolidated text.

- Approval of the amendment to Article 1 ("Name").
- Approval of the amendment to Article 2 ("Corporate Purpose") and approval of the new Article 3 ("Company Domicile"). Consequent deletion of current Articles 2, 3 and 4.
- Approval of the new Articles 4 ("Share capital, shares and shareholders") and 5 ("Pre-emptive subscription right"). Consequent deletion of current Articles 5 to 22.
- Approval of the new Article 6 ("General Shareholders' Meeting"). Consequent deletion of current Articles 23 to 40.
- Approval of the new Articles 7 ("Board of Directors") and 8 ("Delegation of powers. Board Committees"). Consequent deletion of current Articles 41 to 43 and Articles 45 to 53.
- Approval of the new Article 9 ("Remuneration of Board Members"). Consequent deletion of current Article 44.
- Approval of the new Articles 10 ("Financial Year"), 11 ("Statutory Reserve"), 12 ("Distribution of dividends") and 13 ("Other Provisions"). Consequent deletion of

current Articles 54 to 71, of the Additional Provision, of the Additional Provision Bis and of the Provisional Article.

- Approval, as a consequence of the above agreements, of a new Consolidated Text of the Articles of Association.

- Approval of new General Shareholders' Meeting Regulations

- Decision to set in 12 the number of members on the Board of Directors.

- Reappointment, ratification and, if appropriate, appointment of members of the Board of Directors.:
 - Mr. Francisco Reynés Massanet.
 - Rioja Bidco Shareholdings, S.L.U.
 - Theatre Directorship Services Beta S.à.r.l.
 - Mr. Ramón Adell Ramón.
 - Mr. Francisco Belil Creixell.
 - Mr. Pedro Sainz de Baranda Riva
 - Mr. Claudio Santiago Ponsa.

- Amendment to the Remuneration Policy for the Board Members of GAS NATURAL SDG, S.A. for the financial years 2018, 2019 and 2020

- Ratification of the application of the Remuneration Policy for the Board Members of GAS NATURAL SDG, S.A. for the financial years 2015 to 2018.

- Delegation of powers to complement, elaborate, execute, interpret, correct and formalise the decisions adopted by the General Shareholders' Meeting

Information was provided on the amendment of Information on the amendment of the Regulations for the organisation and operation of the Board of Directors of GAS NATURAL SDG, S.A. and its Committees

Additionally, the Board of Directors that met after the Annual General Shareholders Meeting has resolved to suppress the Executive Committee the following and to organise the Board and its Committees as follows:

Board of Directors:

Executive Chairman

Mr. Francisco Reynés Massanet

Vocales-Consejeros

Mr. Ramón Adell Ramón (1)

Mr. Enrique Alcántara-García Irazoqui

Mr. Marcelino Armenter Vidal

Mr. Francisco Belil Creixell

Mrs Helena Herrero Starkie

Mr. Rajaram Rao

Rioja Bidco Shareholdings, S.L.U. (Mr. Javier de Jaime Guijarro).

Mr. Pedro Sainz de Baranda Riva

Mr. Claudio Santiago Ponsa
Theatre Directorship Services Beta, S.à.r.l. (Mr. Jose Antonio Torre de
Silva López de Letona)
Mr. William Alan Woodburn

(1) Consejero Coordinador

Audit Committee:

Chairman

Mr. Francisco Belil Creixell

Members

Mr. Ramón Adell Ramón
Mr. Pedro Sainz de Baranda Riva
Mr. Helena Herrero
Mr. Enrique Alcántara-García Irazoqui
Mr. Rajaram Rao
Theatre Directorship Services Beta, S.à.r.l. (Mr. Jose Antonio Torre de
Silva López de Letona)

Appointment and Remuneration Committee:

Chairman

Mr. Ramón Adell Ramón

Members

Mr. Francisco Belil Creixell
Mr. Pedro Sainz de Baranda Riva
Mr. Claudio Santiago Ponsa
Mr. Marcelino Armenter Vidal
Mr. William Alan Woodburn
Rioja Bidco Shareholdings, S.L.U. (Mr. Javier de Jaime Guijarro)

Finally, the board of directors has approved the new Strategic Plan for the years 2018-2022 that will be made public thorough a specific regulatory disclosure note.

Madrid, June 27th 2018