



Julián Martínez-Simancas
General secretary and secretary of the Board of Directors

Bilbao, April 23, 2013

To the National Securities Market Commission

Re: Composition of the companies governing bodies

Pursuant to Section 82 of Law 24/1988, of July 28, on the Securities Market (Ley 24/1988, de 28 de julio, del Mercado de Valores) and related provisions, we hereby advise you that, on April 23, 2013, the Board of Directors of Iberdrola, S.A. (the “**Company**”) has unanimously approved, among others, the following resolutions:

- (i) To acknowledge the resignation of Mr. Víctor de Urrutia Vallejo from its positions as vice-chairman and member of the Board of Directors and member of the Executive Committee.
- (ii) To appoint Ms. Georgina Kessel Martínez, on an interim basis and following the proposal of the Nominating and Compensation Committee, as external independent director of the Board of Directors of the Company, to fill the vacancy created by the resignation of Mr. Víctor de Urrutia Vallejo. Ms. Georgina Kessel Martínez has accepted her appointment as member of the Board of Directors, that will be submitted for ratification at the first General Shareholders Meeting held after this communication.
- (iii) To reclassify director Mr. Ángel Jesús Acebes Paniagua as an external independent director, effective April 24, 2013.

After giving effect to the resignation and appointment and to the reclassification referred above, the composition of the Board of Directors of the Company and its Executive Committee will be as indicated in the annex to this price-sensitive information notice.

Yours truly,

General secretary and secretary of the Board of Directors

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Composition of the Board of Directors of Iberdrola, S.A.

Director	Title	Type of director
Mr. José Ignacio Sánchez Galán	Chairman & Chief Executive Officer	Executive
Mr. Julio de Miguel Aynat	Member	External independent
Mr. Sebastián Battaner Arias	Member	External independent
Mr. Xabier de Irala Estévez	Member	External proprietary
Mr. Íñigo Víctor de Oriol Ibarra	Member	External independent
Ms. Inés Macho Stadler	Member	External independent
Mr. Braulio Medel Cámara	Member	External independent
Ms. Samantha Barber	Member	External independent
Ms. María Helena Antolín Raybaud	Member	External independent
Mr. Santiago Martínez Lage	Member	External independent
Mr. José Luis San Pedro Guerenabarrena	Director-general manager	Executive
Mr. Ángel Jesús Acebes Paniagua	Member	External independent
Mr. Manuel Lagares Gómez-Abascal	Member	External proprietary
Ms. Georgina Kessel Martínez	Member	External independent
Mr. Julián Martínez-Simancas Sánchez	Secretary non member	

Composition of the Executive Committee of Iberdrola, S.A.

Director	Title	Type of director
Mr. José Ignacio Sánchez Galán	Chairman	Executive
Mr. Xabier de Irala Estévez	Member	External proprietary
Ms. Inés Macho Stadler	Member	External independent
Mr. José Luis San Pedro Guerenabarrena	Member	Executive
Mr. Julián Martínez-Simancas Sánchez	Secretary non member	

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