



Direction of Investor Relations

Relevant Fact.

In accordance with the provisions of Article 82 of the Spanish Securities Act, Enagás, S.A. ("Enagás") hereby announces the following

RELEVANT EVENT

Further to the relevant event announced by Enagás on 23 January 2015 (registration number 217560, the "Initial Notification"), Enagás hereby announces that, on 6 February 2015, a total of 2,592 Series 7 Notes for an aggregate nominal amount of EUR 259,200,000 to be issued on such date by Enagás Financiaciones, S.A.U., with the guarantee of Enagás, due 6 February 2025 (ISIN Code: XS1177459531), under its Guaranteed Euro Medium Term Note Programme (EMTN Programme), will be swapped for 2,823 Series 1 Notes due 5 October 2017 (ISIN Code: XS0834643727), for an aggregate nominal amount of EUR 282,300,000, which were issued by Enagás Financiaciones, S.A.U. and guaranteed by Enagás and which BNP Paribas has agreed to acquire today, in accordance with the terms and conditions established in the Tender Offer Memorandum dated 23 January 2015 referred to in the Initial Notification (the "Existing Notes Acquired").

The acquisition by BNP Paribas of the Existing Notes Acquired will take place on 4 February 2015 and, once the re-allocation of the Notes has been executed (i.e. on 6 February 2015), they will be redeemed and cancelled. Following such redemption and cancellation, the number of outstanding Series 1 notes in issue will total 4,677, for an aggregate nominal amount of EUR 467,700,000.

Madrid, on 2 February 2015.



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LEGAL WARNING

This announcement is neither an offer to sell nor a solicitation of an offer to buy securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful –including, but not limited to, the United States of America, Australia, Canada and Japan-.

The securities mentioned herein have not been and will not be registered under the United States Securities Act of 1933 (the "US Securities Act"), as may be amended, or under any state securities laws, and cannot be offered or sold in the United States of America unless they have been registered in the United States, or unless an exemption exists from the registration requirements established under the US Securities Act, and according to the applicable state securities laws.

Investor Relations Direction

Phone: 91 709 93 30

www.enagas.es

investors@enagas.es