

Other Relevant Information

Madrid, May 8, 2020

The Ordinary General Shareholders' Meeting of Repsol, S.A., held today on second call, has approved all the Board of Directors' proposals, adopting the following resolutions:

- To approve the Annual Financial Statements and Management Report of Repsol, S.A. for the year ended 31 December 2019, and the Consolidated Annual Financial Statements and Consolidated Management Report for the same year.
- To approve the Statement of Non-Financial Information included in the Consolidated Management Report of Repsol Group for fiscal year ended 31 December 2019.
- To approve the proposal for the results allocation of Repsol, S.A. in 2019.
- To approve the creation of the "voluntary reserves not arising from profits" account by recognising an initial charge to the "share premium" account, and transfer of the balance of the "reserves for the transition to the 2007 Spanish General Accounting Plan" account to the "voluntary reserves" account.
- To approve the management of the Board of Directors of Repsol, S.A. corresponding to the fiscal year 2019.
- To approve an Increase of share capital in an amount determinable pursuant to the terms of the resolution, by issuing new common shares having a par value of one euro each, of the same class and series as those currently in circulation, charged to reserves, offering the shareholders the possibility of selling the free-of-charge allocation rights to the Company itself or on the market. Delegation of authority to the Board of Directors or, by delegation, to the Delegate Committee or the CEO, to fix the date the increase is to be implemented and the terms of the increase in all respects not provided for by the General Meeting, all in accordance with article 297.1.(a) of the Companies Act. Application for official listing of the newly issued shares on the Madrid, Barcelona, Bilbao and Valencia stock exchanges through the Spanish Automated Quotation System (*Sistema de Interconexión Bursátil*), as well as on any other stock exchanges or securities markets where the Company's shares are or could be listing.
- To approve a second capital increase in an amount determinable pursuant to the terms of the resolution, by issuing new common shares having a par value of one euro each, of the same class and series as those currently in circulation, charged to reserves, offering the shareholders the possibility of selling the free-of-charge allocation rights to the Company

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itself or on the market. Delegation of authority to the Board of Directors or, by delegation, to the Delegate Committee or the CEO, to fix the amount of the Capital Increase and the Alternative Option, as well as the date the increase is to be implemented and the terms of the increase in all respects not provided for by the General Meeting, all in accordance with article 297.1.(a) of the Companies Act. Application for official listing of the newly issued shares on the Madrid, Barcelona, Bilbao and Valencia stock exchanges through the Automated Quotation System (Sistema de Interconexión Bursátil), as well as on any other stock exchanges or securities markets where the Company's shares are or could be listing.

- To approve a reduction of share capital for an amount to be determined in accordance with the resolution, through the cancellation of the Company's own shares. Delegation of powers to the Board of Directors or, as its replacement, to the Delegate Committee or the CEO, to set the other terms for the reduction in relation to everything not determined by the General Meeting, including, among other matters, the powers to redraft articles 5 and 6 of the Company's Articles of Association, relating to share capital and shares respectively, and to request the delisting and cancellation of the accounting records of the shares that are being cancelled.
- To approve the three new additional cycles of the Beneficiaries' Share Purchase Plan of the Long-Term Incentive Programmes.
- To approve the new Long-Term Incentive Program.
- To approve with an advisory vote the Annual Report on the Remuneration of the Directors of Repsol, S.A. for 2019.
- To delegate the necessary powers to interpret, supplement, develop, execute, rectify and formalize the resolutions adopted by the General Shareholders' Meeting.

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