

## **GAS NATURAL SDG, S.A.**

Gas Natural SDG, S.A. (the “Company” or “Gas Natural Fenosa”) in compliance with the provisions of article 17 of Regulation (EU) No. 596/2014 on market abuse and article 228 of the consolidated text of Act 24/1988, of 28 July, on the Securities Market Law, hereby notifies to the National Securities Market Commission of the following

### **REGULATORY DISCLOSURE**

Gas Natural Fenosa, as a continuation to the relevant fact communicated with registration number 250049, sends a press release about the bonds issue closed today, as part of the Euro Medium Term Notes (EMTN) program.

**Barcelona, 28 March 2017.**

**Gas Natural Fenosa continues the optimization process of its financial structure****GAS NATURAL FENOSA ISSUED TODAY €1,000M BONDS WITH 7 YEARS MATURITY**

- **The issuance was made with an annual coupon of 1.125%, and attracted a total demand in excess of €3,000 M.**
- **Simultaneously to this issuance, a tender offer for bond repurchases of up to €1,000 M has been launched, the outcome of which will be known on the 5 of April 2017.**
- **Both transactions are part of the ongoing financial debt optimization process.**

GAS NATURAL FENOSA closed today a bond issuance for an amount of €1,000 M and maturing in April 2024. The issuance has been priced with an annual coupon of 1.125%. The issue price of the new bonds is equivalent to 99.466% of their nominal value.

The issuance launched this morning as part of the Euro Medium Term Notes (EMTN) programme has been oversubscribed more than 3 times and received orders of more than 230 institutional investors from 34 countries.

The disbursement of the transaction is expected to take place on 11 of April 2017.

Furthermore, Citigroup Global Markets Limited has launched today a tender offer for bond repurchases of GAS NATURAL FENOSA with maturity dates ranging between 2018 and 2021, the outcome of which will be known on 5 April 2017.

It is envisioned that the new bonds, in whole or in part, will be exchanged with the bonds of GAS NATURAL FENOSA that are finally acquired by Citigroup Global Markets Limited.

These transactions are part of the usual and ongoing financial debt optimization process. Therefore, in this respect, during 2016, only at the corporate level and in

the banking market, credit lines for an amount in excess of €4,500 M as well as loans for an amount of €1,300 M were refinanced/restructured.

GAS NATURAL FENOSA, in line with its financial policy, is continuously reviewing its financial structure with the objective of increasing its liquidity, extend the average life of its financial debt, as well as reduce its financial costs.

**Barcelona, 28 March 2017.**