

Bilbao, 26 April 2016

**To the National Securities Market Commission**

**Subject: Change in the composition of the committees of the Board of Directors of “Iberdrola, S.A.”**

Dear Sirs,

Pursuant to article 228 of the restated text of the Securities Market Law approved by the Royal Legislative Decree 4/2015, of 23 October (*texto refundido de la Ley del Mercado de Valores aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*) and related provisions, we hereby inform you that the Board of Directors of Iberdrola, S.A. (the “**Company**”) approved, in its meeting held today, the following decisions.

- a) To appoint, after the report of the Appointments Committee of the Company, the “other external director” Mr. Manuel Moreu Munaiz as member of its Executive Committee, who has accepted the appointment.
- b) To approve the proposal of the Appointments Committee of the Company and appoint the “other external director” Mr. Xabier Sagredo Ormaza as member of its Audit and Risk Supervision Committee, who has accepted the appointment.

As a result, the composition of the Company’s Executive Committee and the Audit and Risk Supervision Committee after the foregoing resolutions passed by the Board of Directors is as described in the schedule to this notice of significant event.

This information is provided to you for the appropriate purposes.

Yours faithfully,

Secretary to the Board of Directors

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NOTICE: This document is a translation of a duly approved Spanish-language document, and is provided for informational purposes only. In the event of any discrepancy between the text of this translation and the text of the original Spanish-language document which this translation is intended to reflect, the text of the original Spanish-language document shall prevail.



Take care of the environment.  
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**Composition of the Executive Committee of Iberdrola, S.A.**

<b>Director</b>	<b>Title</b>	<b>Type</b>
Mr. José Ignacio Sánchez Galán	Chairperson	Executive
Ms. Inés Macho Stadler	Member	Independent
Mr. José Luis San Pedro Guerenabarrena	Member	Other external director
Mr. Ángel Jesús Acebes Paniagua	Member	Independent
Mr. Manuel Moreu Munaiz	Member	Other external director
Mr. Julián Martínez-Simancas Sánchez	Secretary (non member)	

**Composition of the Audit and Risk Supervision Committee of Iberdrola, S.A.**

<b>Director</b>	<b>Title</b>	<b>Type</b>
Ms. Georgina Kessel Martínez	Chairperson	Independent
Ms. Denise Mary Holt	Member	Independent
Mr. José Walfredo Fernández	Member	Independent
Mr. Xabier Sagredo Ormaza	Member	Other external director
Mr. Rafael Sebastián Quetglas	Secretary (non member)	



### **IMPORTANT INFORMATION**

This communication does not constitute an offer to purchase, sell or exchange or the solicitation of an offer to purchase, sell or exchange any securities. The shares of Iberdrola, S.A. may not be offered or sold in the United States of America except pursuant to an effective registration statement under the Securities Act or pursuant to a valid exemption from registration.