



Santiago Martínez Garrido
General secretary and secretary of the Board of Directors

Bilbao, 28 April 2023

To the National Securities Market Commission

Other relevant information

Launching of the share buy-back programme of Iberdrola, S.A.

Pursuant to article 227 of the *Securities Market and Investment Services Act 6/2023, of March 17 (Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión)* and related provisions, and further to the notice of other significant information (*comunicación de otra información relevante*) filed with this National Commission on 14 March 2023 (with official registry number 21,343), regarding the resolution of the Board of Directors of Iberdrola, S.A. (the “**Company**”) to carry-out a buy-back programme of the Company’s own shares (the “**Buy-back Programme**”) in accordance with the authorisation granted by the shareholders acting at the General Shareholders’ Meeting held on second call on 17 June 2022, under item 19 of the agenda, we hereby inform you that, the Board of Directors, at its meeting held today after the General Shareholders’ Meeting of the Company held on the same date (the “**General Shareholders’ Meeting**”), has resolved to launch the Buy-back Programme after setting its terms and conditions.

The Buy-back Programme will be executed under the following terms:

- (a) The Company will be able to purchase a maximum of 42 million shares, representing approximately 0.652 % of the share capital of the Company as of the date hereof and the maximum monetary amount allocated to the programme is 588 million euros.
- (b) The shares will be purchased at market price, subject to the price and volume conditions set forth in article 3 of *Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures (“**Delegated Regulation 2016/1052**”)*. In particular, insofar as the price is concerned, the Company will not buy shares at a price higher than the higher of the following amounts: (i) the price of the last independent trade; or (ii) the amount corresponding to the highest current independent purchase bid on the trading venue where the purchase is carried out.

As regards volume, on any trading date the Company will not buy more than 25 % of the average daily volume of the shares on the trading venue in which the purchase is carried out, which will be based, according to article 3.3.a) of *Delegated Regulation 2016/1052*, on the average daily volume traded during the month preceding the month of this disclosure. To these effects, attached as an Annex is the maximum fixed volume applicable, for the duration of the Buy-back Programme, to each trading venue in which purchases of own shares are expected to be carried out.

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- (c) The Buy-back Programme will commence today, 28 April 2023, and will remain in force until 20 June 2023.

Notwithstanding the above, the Company reserves the right to early terminate the Buy-back Programme if, prior to the termination date (i.e., 20 June 2023), the Company has acquired the maximum number of shares authorised by the Board of Directors, the maximum monetary amount allocated to the programme has been reached, or when other circumstances render it appropriate.

- (d) The interruption, termination or amendment of the Buy-back Programme as well as the purchases of shares thereunder will be duly communicated to the National Securities Market Commission through the corresponding notices, with the frequency provided by the *Delegated Regulation 2016/1052*.

Likewise, in accordance with article 2.1.a) of *Delegated Regulation 2016/1052*, we hereby inform you that, as announced in the notice of other significant information (*comunicación de otra información relevante*) relating to its approval, the Buy-back Programme aims to implement the share capital reduction approved today by the shareholders acting at the General Shareholders' Meeting under item 12 of the agenda (the "**Share Capital Reduction**"), which has been announced to the market through a notice of other significant information (*comunicación de otra información relevante*) filed with this National Commission today.

Finally, it is recalled that, in addition to the shares purchased by virtue of the Buy-back Programme, the Share Capital Reduction will also entail the redemption of all or a portion of the own shares held by the Company, along with the redemption of all or a portion of the own shares acquired pursuant to the settlement at maturity, no later than 12 June 2023, of certain derivative instruments entered into by the Company before the date hereof. Pursuant to the settlement of said derivative instruments, the Company may acquire a maximum of 45,320,740 own shares.

This information is provided to you for the appropriate purposes.

General secretary and secretary of the Board of Directors

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ANNEX

Maximum fixed volume applicable, on any trading date, for the duration of the Buy-back Programme at each trading venue

Trading venue	Maximum fixed volume (shares)
BME	2,722,338
CBOE	1,005,760
TURQUOISE	297,485
AQUIS	252,804
EQUIDUCT	63,455

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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.

This communication contains forward-looking information and statements about Iberdrola, S.A., including financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, capital expenditures, synergies, products and services, and statements regarding future performance. Forward-looking statements are statements that are not historical facts and are generally identified by the words “expects”, “anticipates”, “believes”, “intends”, “estimates” and similar expressions.

Although Iberdrola, S.A. believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of Iberdrola, S.A. securities are cautioned that forward-looking information and statements are subject to various risks and uncertainties, many of which are difficult to predict and generally beyond the control of Iberdrola, S.A., that could cause actual results and developments to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include those discussed or identified in the public documents sent by Iberdrola, S.A. to the *Comisión Nacional del Mercado de Valores*.

Forward-looking statements are not guarantees of future performance. They have not been reviewed by the auditors of Iberdrola, S.A. You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date they were made. All oral or written forward-looking statements hereby made or otherwise attributable to Iberdrola, S.A. or any of its members, directors, officers, employees or any persons acting on its behalf are expressly qualified on its entirety by the cautionary statement above. All the forward-looking statements included herein are based on information available to Iberdrola, S.A. on the date hereof. Except as required by applicable law, Iberdrola, S.A. does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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