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In accordance with Article 17 of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse, and Article 226 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, J.P. Morgan hereby announces that it has been appointed by GIP III Canary 1 S.à r.l. (the “**Seller**”) to use reasonable endeavors to procure purchasers, through an accelerated bookbuilt offering among qualified investors of up to circa 69 million ordinary shares (the “**Shares**”) of Naturgy Energy Group, S.A. (the “**Company**”) being sold by the Seller (the “**ABB Offering**”), representing approximately 7.1% of the Company’s share capital.

J.P. Morgan is acting as sole global coordinator (the “**Manager**”).

The ABB Offering will commence immediately upon publication of this announcement and will be carried out in accordance with the secondary block trade agreement entered into between the Seller and the Manager on customary terms for this type of transaction (the “**Agreement**”). The Agreement is subject to customary conditions precedent in this type of transaction.

Under the Agreement the Seller has undertaken a lock-up commitment of 90 days following completion of the ABB Offering, subject to customary market exceptions applicable to this type of transaction.

Upon completion of the ABB Offering, the Manager will announce the final terms of the ABB Offering, including the sale price, by means of an inside information announcement.

Madrid, 10 December 2025

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IMPORTANT NOTICE

The distribution of this announcement and the offer and sale of the Shares in certain jurisdictions may be restricted by law and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The Shares are not being offered to the public in any jurisdiction and may not be offered to the public in any jurisdiction in circumstances which would require the preparation or registration of any prospectus or offering document relating to the Shares in such jurisdiction. This announcement is not an offer of securities for sale in any jurisdiction, including the United States, Australia, Canada, Japan or South Africa. No action has been taken by the Seller, the Manager or any of their respective affiliates to permit a public offering of the Shares or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or purchase whatsoever in any jurisdiction and shall not constitute or form part of an offer to sell or the solicitation of an offer to buy any securities in the United States or in any other jurisdiction.

The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”), and may not be offered, sold or transferred, directly or indirectly, within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and the securities laws of any state or other jurisdiction of the United States. There will be no public offering of the Shares in the United States.

No registration pursuant to Article 4, paragraph 1 of the Financial Instruments and Exchange Act of Japan (Law No. 25 of 1948, as amended) (the “**FIEA**”) has been made or will be made with respect to the solicitation of the application for the acquisition of the Shares as such solicitation falls within a Solicitation for Small Number Investors (as defined in Article 23-13 paragraph 4 of the FIEA).

In member states of the European Economic Area (the “**EEA**”), this announcement and any offer if made subsequently is directed exclusively at persons who are “qualified investors” within the meaning of the Prospectus Regulation (Regulation (EU) 2017/1129) (“**Qualified Investors**”). In the United Kingdom this announcement and any offer if made subsequently is directed exclusively at persons who are “qualified investors” within the meaning of the UK Prospectus Regulation (Regulation (EU) 2017/1129) as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”) or (ii) who fall within Article 49(2)(A) to (D) of the Order, or (iii) to whom it may otherwise lawfully be communicated (all such persons together with Qualified Investors in the EEA being referred to herein as “**Relevant Persons**”). This document is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. This announcement is not

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an offer of securities or investments for sale nor a solicitation of an offer to buy securities or investments in any jurisdiction where such offer or solicitation would be unlawful. No action has been taken that would permit an offering of the securities or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

In connection with the sale of the Shares, the Manager and its affiliates may take up a portion of the Shares in the ABB Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such Shares and other securities of the Company or related investments in connection with the ABB Offering or otherwise. Accordingly, references in this announcement to the Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Manager and any of its affiliates acting in such capacity. In addition, the Manager and its affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Manager and any of its affiliates may from time to time acquire, hold or dispose of Shares. The Manager does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

A communication that a transaction is or that the book is “covered” (i.e., indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not any indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed by the Manager. The Manager reserves the right to take up a portion of the securities in the offering as a principal position at any stage at its sole discretion, *inter alia*, to take account of the objectives of the Seller, MiFID II requirements and in accordance with allocation policies.

Neither the Manager, its affiliates, or any of the Manager’s or its affiliates’ directors, officers, employees, advisers or agents accept any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Seller, the Company, their respective subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

The Manager is acting on behalf of the Seller and no one else in connection with any offering of the Shares and will not be responsible to any other person for providing the protections afforded to any of its clients or for providing advice in relation to any offering of the Shares.