



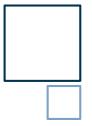






- 1. Introduction José Bogas
- 2. Energy outlook José Bogas
- 3. Market trends and strategy Paolo Bondi
- 4. Financial guidance and dividend policy José Bogas
- 5. Proven track record of meeting and exceeding targets José Bogas
- 6. Closing remarks José Bogas





1. Introduction



Highlights

Industry trend geared towards a zero CO2 emission economy

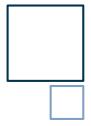
Regulatory stability expected as structural tariff surplus from 2014 onwards

Challenging new commodities outlook more than compensated by cost efficiencies and other management actions

2015-17 Strategic Plan Update: strong and stable cash flow generation

Very attractive dividend policy: 100% pay-out in 2017-19





2. Energy outlook

40% CO₂

Emissions

reduction

compared

to 1990



Energy policy

Climate change objectives

27%

energy

efficiency

EU 2030 targets

27%

Renewables

15% Interconnections Road to 2050: 80% reduction in CO₂ vs. 1990 levels

... leveraging on

To reach objectives ...

Full electric Renewable

Storage



Electric vehicle



HVAC(1)

Efficiency x3 (electric vs fossil) 100%

renewable

"Zero" CO2 and NOx emission





Renewable (distributed and centralized)

Long term, full electrification of demand



Key issues in the medium to long term energy outlook



> Global energy policy costs should be removed from electricity bill

RES

- Provide long term visibility to RES development while capturing technological improvements and cost reductions
- Growth of distributed generation and self-consumption in a rational economic context

Nuclear

- Nuclear energy is competitive, safe and CO2-free. Stabilizes and reduces wholesale prices
- Based on technical and safety criteria, plan life could be extended up to 60 years, like in USA

Coal

- > The most competitive units will be operational at least until the end of next decade
- > The remaining coal plants should be gradually closed

Interconnec tions

- Promote interconnections following cost-benefit analysis
- Promote tax harmonization in the EU





3. Market trends and strategy

2016

2017

7

2015e

74

60

2017

2015e

2016

63

2015e

59

2017

2016

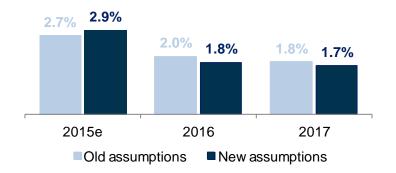
2016-19 Strategic Plan Update Madrid, 23 Nov. 2015



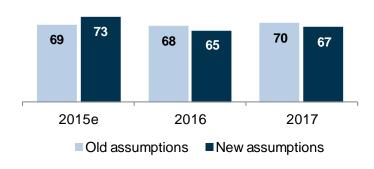
Electricity market assumptions in Spain



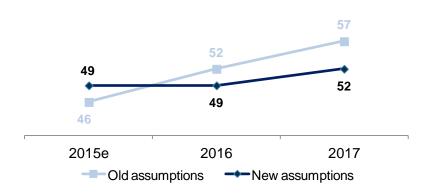
Mainland electricity demand (%)



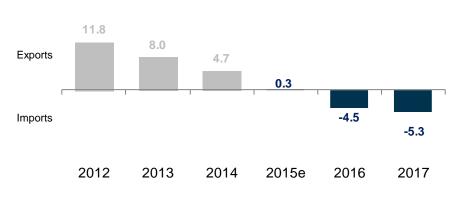
Thermal Gap (TWh)



Wholesale electricity prices (€/MWh)



Interconnections (TWh)





Strategy





1 Realize full potential of regulation

- 2 Growth in regulated and liberalized business
- Focus on efficiency
- 2015-2019 Capex program focused on profitable investments

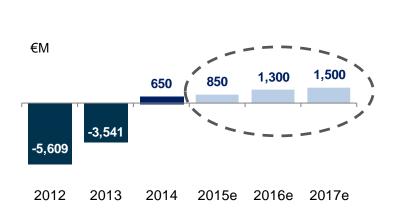


Stable regulatory framework

Current and potential uses of expected tariff surplus



Tariff deficit and expected tariff surplus evolution



- Not only tariff sufficiency has been achieved...
 - and will generate a surplus from 2014 onwards
 - While historic tariff deficit remains, potential surplus should be used to repay debt leaving access fees unchanged
- Sector proposal for the use of tariff surpluses:

Reduction or elimination of 7% generic tax on generation from 2016 onwards would imply....

- ✓a reduction in the electricity bill
- ✓ Improved competitiveness of the economy

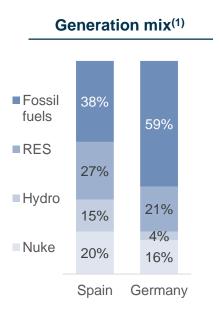
Possibility to reduce energy bill and adjust some market distortions

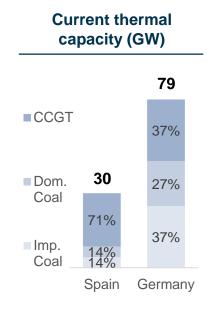


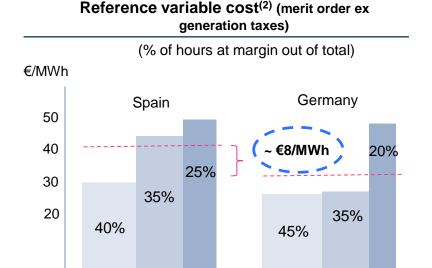
Spain vs. Germany: gap electricity prices drivers



CCGT







Domestic coal

- **Domestic coal commodity price**: €8/MWh
- **Law 15/2012 Taxes:** €8/MWh €10/MWh
- Volatility of hydro and RES (42% weight in Gx mix in Spain vs. 25% in Germany)

YTD wholesale prices difference ≈ €17/MWh⁽³⁾

Imported coal

Competitive thermal mix is key to keep power prices low

- 1) Year 2013
- (2) Includes hydro (opportunity cost)
- (3) YTD Spanish power price ≈ €49/MWh and ≈ €32/MWh for Germany



Stable regulatory framework



Energy reform almost completed with some issues close to conclusion

- ✓ Availability date
- ? Expected date

Distribution

- CNMC non-binding report on standard values for investment and O&M
- Ministerial Order



? Year End 2015

Domestic coal power plants (IED related investments)

- Endesa coal power plants within the Transitional National Plan
- CNMC report on 3rd Draft Ministerial Order
- New Ministerial Order
- Submission to European Commission
- Final decision to undertake IED investment

- September 2015
- October 2015
- **✓** Work in progress
- ? Pending
- ? Mid 2016



Strategy





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- Growth in regulated and liberalized business
- Focus on efficiency
- 2015-2019 Capex program focused on profitable investments

Market trends and strategy



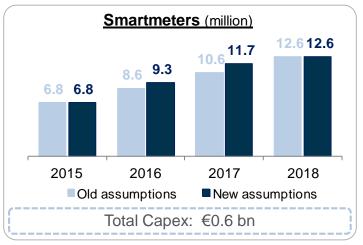
Growth in regulated business

Distribution. Main initiatives in place



Description

Acceleration of smart meters installation



Main benefits

- Meter rental fees in addition to RAB regulated revenues
- Overall cost improvement of €50 M/year
- Reduction of non-technical losses

Quality Plan

- Increase the level of automation and telecontrol of the MV/LV network
- Total capex (2016-19): €0.1 bn

- RAB remunerated
- Optimize quality reducing cash-cost
- Upgrade communications networks
- Improve quality of service: -10 minutes of TIFPI(1)
- Savings in the operation of MV/LV grid

Control Room integration

Total capex (2017-19): €0.1 bn

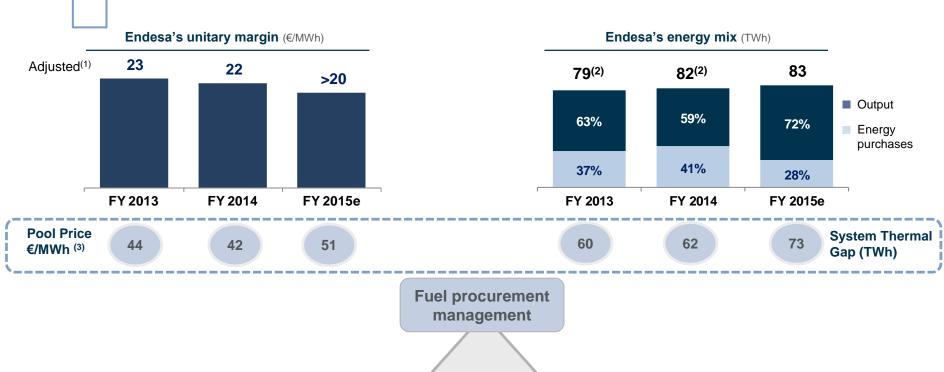
- Integrated system allowing management of the entire grid from any location
- Increased efficiency in operations, safety and security

Id, 23 Nov. 20

Growth in liberalized business

Leveraging our integrated position





Highly skilled team with sophisticated risk management

policy

Strong brand name with leading supply business

Competitive generation portfolio

Sustainable electricity margin in any market scenario

⁽¹⁾ Considers reported figures adjusted by social bonus and RD on national coal effects in 2013 y 2014. Reported figures are €23.4/MWh in 2013 and €19/MWh in 2014

⁽²⁾ Excluding domestic coal output under RD on national coal

⁽³⁾ Arithmetic average Pool Price

2016-19 Strategic Plan Update Madrid, 23 Nov. 2015



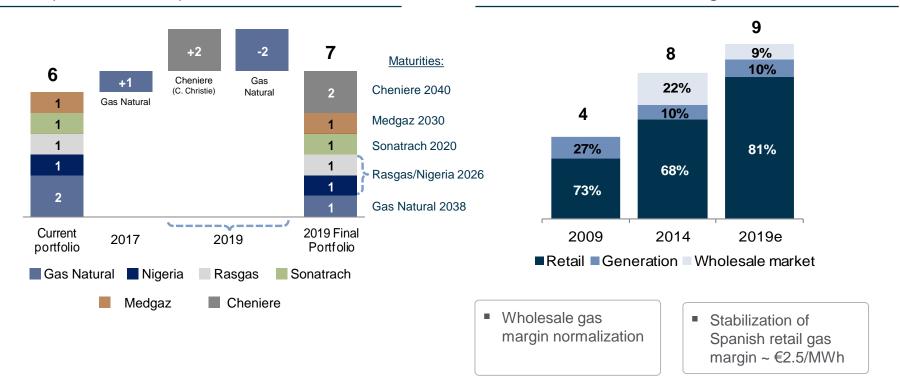
Growth in liberalized business

Sources and uses of gas



Gas procurement portfolio evolution (bcm)

Historic and future gas uses (bcm)



Good balance of sources and uses of gas



Growth in liberalized business



Supply: consolidating our leading position in electricity and further growth in gas

General targets

2019 targets

Plans and actions

Spain

- Consolidating electricity leadership while growing in gas
- Strong growth in VAS

- √ 11.2 M electricity customers
- √ +30% gas
 customers
- √ 2014 VAS margin x2
- Selective acquisitions of gas and electricity customer portfolios (i.e., GALP transaction)
- Launch of innovative products with a wide range of commercial offers (i.e., Tempo, Nexo)

Portugal

- Growth in electricity and gas
- Deployment of VAS
- √ To double electricity market share (~9%)
- √ 6% gas market share
- Full business process outsourcing
- New B2C gas customers (first 2,000 clients)

France

- Gas expansion
- ✓ To more than double gas sales
- +25% in 2015 vs. 2014

Acceleration of our customer target increase trough the acquisition of GALP's customers



Strategy





1 Realize full potential of regulation

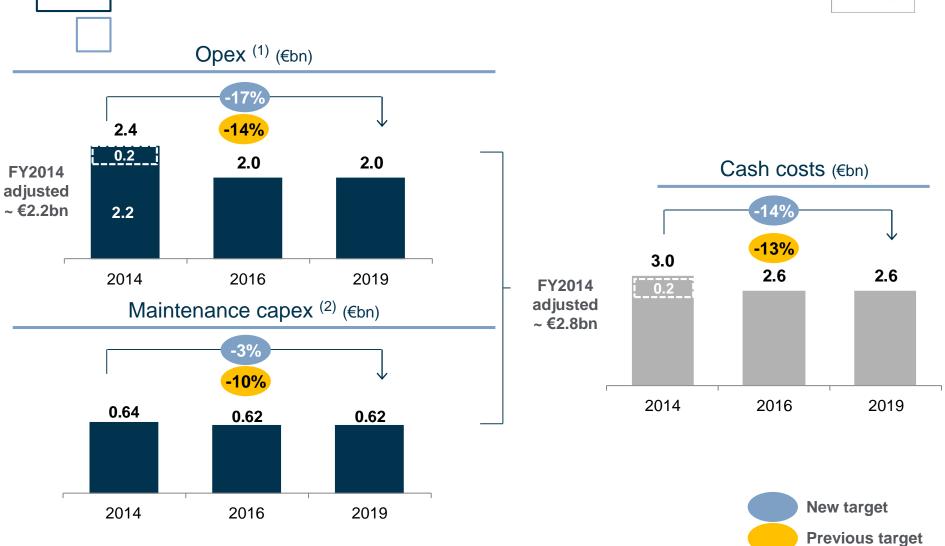
2 Growth in regulated and liberalized business

Focus on efficiency

2015-2019 Capex program focused on profitable investments







Further cash-cost reduction

(2) Net capex

⁽¹⁾ Total fixed costs in nominal terms (net of capitalizations)



... in every business line





Distribution

- New organization in Distribution, with simplified processes and divisions.
- Full deployment of smart metering.
- Investment in efficiency oriented innovative technologies.



Generation

- Best practice sharing in every technology.
- Continuous improvement programme in Hydro.
- O&M contract renegotiation and fuel mix optimization in Coal.
- Virtual mothballing in CCGTs
- Long term operational plan in Nuclear.



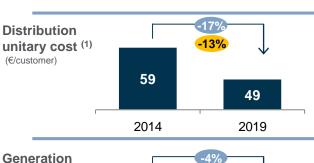
Supply

- Focus on digitalization of all processes and products.
- Optimization of call centers, customer service offices and back office processes



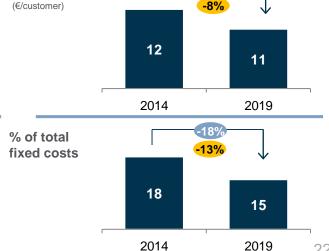
Corporate

Zero base budget revision and reorganization





Cost to Serve





Strategy





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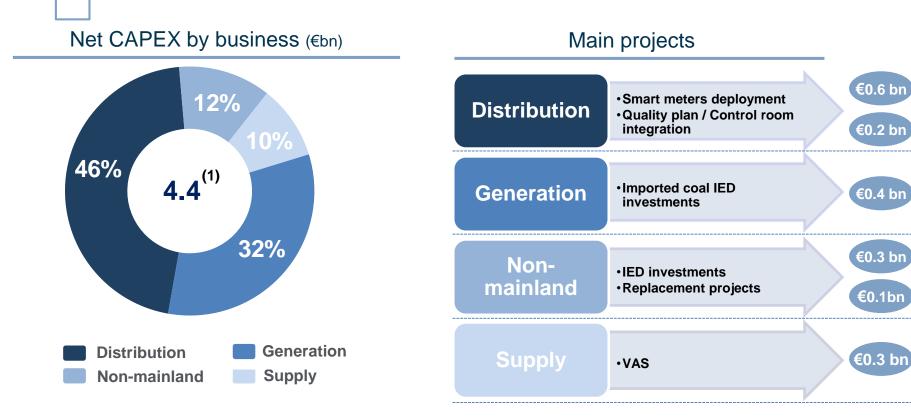
- 2 Growth in regulated and liberalized business
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2016-19 Strategic Plan Update Madrid, 23 Nov. 2015



2015-2019 Capex program focused on profitable investments





Growth investments return: Spread IRR over WACC≥ 200bp

Capex program adjusted to market context

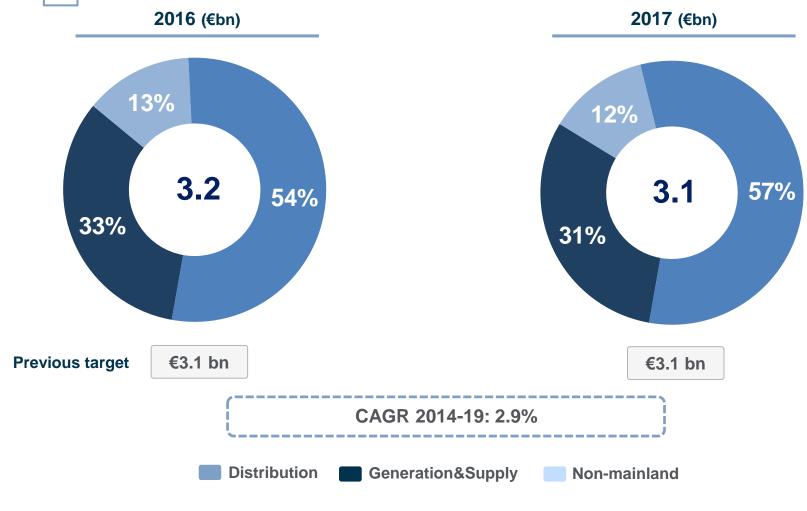


4. Financial guidance and dividend policy

2016-2017 EBI

2016-2017 EBITDA evolution





2017 EBITDA ~ 70% regulated

1d, 23 Nov. 20

2015-2017 key financial metrics



EBITI	DA

2015e

2016

2017

Cumulative Free Cash Flow

Creating value for shareholders

Id, 23 Nov. 20

2015-2019 dividend policy



2015-2016

2017-2019

Amount

- Maximum amount per share between
 - 100% Pay-out
 - Minimum annual DPS growth target of 5% on the ordinary dividend per share paid against previous year's profit

■ 100% Pay-out of ordinary net attributable income

Timing

- Bi-annual dividend payment
- Interim dividend payable in January and final dividend payable in July

Consideration

■ 100% cash pay dividend

One of the most attractive dividend policies in the utility sector



5. Proven track record of meeting and exceeding targets



Proven track record of meeting and exceeding targets



October 2014 Investor Day

November 2015

Main regulatory topics

■ Tariff sufficiency from 2014



 Law 15/2012 taxes recognition in non mainland



■ RD 738/2015

Financial guidance

■ EBITDA 2014: €2.9 bn

■ EBITDA 2015: €2.9 bn

■ EBITDA 2016: €3.1 bn

Net Income 2015: €1.0 bn

+ ⊘ • EBITDA 2014: €3.1 bn

+ • EBITDA 2015e: ≥ €3.0 bn

★ • EBITDA 2016: €3.2 bn

New ■ EBITDA 2017: €3.1 bn

畫 • Net Income 2015e: ≥ €1.0 bn

★ • Net Income 2016: €1.3 bn

New ■ Net Income 2017: €1.2 bn

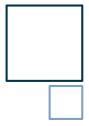
■ Net Income 2016: €1.1 bn

Dividend policy time frame

2014-2016

New ■ 100% pay-out⁽¹⁾ 2017-2019





6. Closing remarks



Inclusion in DJSI for the 15th year in a row













2015-2017 Net Capex by business line (€bn)





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