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GAS NATURAL SDG, S.A.

ORDINARY GENERAL SHAREHOLDERS' MEETING

April 20, 2017

IDENTITY, CURRICULUM AND BOARD MEMBER CATEGORY OF THE PERSONS WHOSE RATIFICATION, APPOINTMENT OR RE-ELECTION AS MEMBERS OF THE BOARD IS SUBJECT TO THE APPROVAL OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS.

ENRIQUE ALCÁNTARA-GARCÍA IRAZOQUI: Director representing controlling shareholders for Criteria Caixa, S.A.U.

State Attorney on voluntary leave He was previously the Government Representative on the Port Authority of Barcelona, President of the Board of Directors of Títulos Barcelona, S.A. (SIM), Tunnel del Cadí, S.A. and Dromogest, S.A., and a member of the Board of Directors of Enagas, S.A., Gas Madrid, S.A., Torras Domenech, S.A. and Banco Herrero, S.A. He was also Vice President of the Board of Directors and member of the Executive Committee of “la Caixa”, Vice President of the Board of Trustees of “la Caixa” Foundation, Vice President of the Board of Directors and member of the Executive Committee of Abertis, S.A. and Saba, S.A., and member of the Board of Trustees of the Oscar Tusquets Blanca Foundation and the Board of Directors of Unión Fenosa, S.A.

He is presently the Secretary of the Boards of Directors and of Trustees of numerous unlisted companies and foundations.

He is a member of the GAS NATURAL SDG, S.A. Board of Directors and a member of the Audit Committee.

First appointment as Director: 27 June 1991. Re-elections: 25 June 1992 – 7 June 1995 – 21 May 1998 – 27 April 2001 – 14 April 2004 – 16 May 2007 – 20 April 2010 – 11 April 2014.

MARCELINO ARMENTER VIDAL: Director representing controlling shareholders for Criteria Caixa, S.A.U.

He has a Degree in Business Administration and Company Management and a Master's in Business Administration and Company Management from ESADE.

He began his professional career at Arthur Andersen, later joining Hidroeléctrica de Cataluña. In 1985 he began his career at "la Caixa" where, after holding various posts, he serves as Director of the Area of Control of Participating Companies. He was appointed CEO of Banco Herrero in 1995 and held that post until January 2001. From 1996 to 2000 he was also a director of Hidroeléctrica de Cantábrico

Between January 2001 and July 2007 he was Chief Executive of CaixaHolding S.A.U. and from March 2007 to July 2013 he was Deputy Executive Director General of "la Caixa". He also served as Chief Executive of Risk at CaixaBank between June 2011 and July 2013.

He is a member of the GAS NATURAL SDG, S.A. Board of Directors and a member of the Executive Committee.

First appointment as Director: 21 September 2016.

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

Criteria Caixa, S.A.U.	Director General
Caixa Capital Risc, S.G.E.C.R., S.A.	Chief Executive Officer
Abertis Infraestructuras, S.A.	Director
Caixa Invierte Industria, S.C.R, S.A.	President
Caixa Capital Fondos, S.C.R., S.A.U.	Individual representing the Single Administrator Caixa Capital Risc, S.G.E.I.C., S.A.
Caixa Capital Micro, S.C.R., S.A.	Individual representing the Single Administrator Caixa Capital Risc, S.G.E.I.C., S.A.
Caixa Emprendedor XXI, S.A.	Individual representing the Single Administrator Caixa Capital Fondos, S.C.R., S.A.U.
Criteria Venture Capital, S.A.	Individual representing the Single Administrator Caixa Capital Risc, S.G.E.I.C., S.A.

MARIO ARMERO MONTES: Second Vice President - Director representing controlling shareholders for GIP III Canary 1 S.à r.l.

He has a Law Degree from the Universidad Complutense de Madrid.

In 1988 he joined General Electric Plastics as General Advisor on an investment of 2.5 million euros in Spain. He was also a member of the board at Finanzia (financial entity of BBVA, in which GE Capital had shares).

In 2001 he was appointed President and National Executive of General Electric in Spain and Portugal.

In 2005 the Association of Directors and Executives (AED) named him Best Director of the Year. Until December 2006 he was President of the American Business Council in Spain, which comprises the most important American companies in Spain. Between 2008 and 2010 he was Chief Executive of Corporación Llorente (Spanish group devoted to infrastructures) and in 2010 he became President and CEO of the Spanish group EZENTIS, a company listed on the stock market with a presence in 15 Latin American countries and involved in technology, telecommunications and infrastructures.

He is currently Executive Vice President of Spanish Association of Automobile and Truck Manufacturers (ANFAC); an independent director of Genworth Financial Assurance Company, which is based in the United Kingdom; since 2011 an advisor in Spain of Global Infrastructure Partners, originally an international fund set up by General Electric and Credit Suisse, advisor of the capital firm ERGON, member of the CLH (Compañía Logística de Hidrocarburos) Board of Directors, an independent director of BANKINTER CONSUMER FINANCE (BKCF) and trustee of the Junior Achievement non-profit Foundation.

He is a member of the Board of Directors of Gas Natural SDG, S.A.

First appointment as Director: 21 September 2016.

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

Spanish Association of Automobile and Truck Manufacturers (ANFAC).	Executive Vice President
Genworth Financial Assurance Company	Independent Director
Global Infrastructure Partners	Advisor in Spain
ERGON	Advisor
Compañía Logística de Hidrocarburos (CLH)	Director
BANKINTER CONSUMER FINANCE (BKCF)	Independent Director
Junior Achievement Foundation	Trustee

ALEJANDRO GARCIA-BRAGADO DALMAU: Director representing controlling shareholders for Criteria Caixa, S.A.U.

After graduating in Law from the Universitat de Barcelona, he became a State Attorney in 1974, first in Castellón de la Plana and then in Barcelona, at the end of 1975. He requested leave of absence in 1984 and moved to the Barcelona Stock Exchange, where he occupied the post of legal advisor. When the exchange became a company in 1989, he was appointed Secretary of the Board of Directors, while continuing to practise law.

He left the Barcelona Stock Exchange in 1994 to concentrate on his legal profession and provide legal advice to “la Caixa”, where he was appointed Deputy Secretary of the Board of Directors in 1995 and Secretary in 2003, before being appointed as Deputy Director in 2004 and Chief Executive Director in 2005.

He was General Secretary of CaixaBank from July 2011 to May 2014. Among other companies he has also been Secretary of the Board of Directors at La Maquinista Terrestre y Marítima, S.A., Intelhorce, Hilaturas Gossipyum, Abertis Infraestructuras, S.A., Inmobiliaria Colonial, S.A. and Sociedad General de Aguas de Barcelona, S.A.

He left the position of Secretary of the Board of Directors of CaixaBank on 31 December 2016 and became a non-executive director of Caixa Bank as of 1 January 2017.

Trustee with the position of Vice President of the Fundació Bancaria Caixa d’Estalvis i Pensions de Barcelona “la Caixa” from June 2014 until 21 December 2016 and member of the Board of Directors of Criteria Caixa, S.A.U. (previously CaixaHolding) as First Vice President since June 2014.

He is the Vice President of the Board of Directors of GAS NATURAL SDG, S.A. and a member of the Appointments and Remunerations Committee.

First appointment as Director: 21 September 2016.

Posts in entities other than GAS NATURAL SDG, S.A. as of January 2017

Caixabank, S.A.	Director
CriteriaCaixa, S.A.U.	First Vice President

JOSU JON IMAZ SAN MIGUEL: First Vice President - Director representing controlling shareholders for REPSOL, S.A.

A Doctor in Chemical Sciences from the Universidad del País Vasco. He graduated from the Faculty of Chemical Sciences in San Sebastián. End of Course Extraordinary Award.

He began his professional career in the fields of research (he was sent to the French technology centre CETIM, in Nantes, by the research centre INASMET) and the promotion of industrial (Grupo Mondragón) and business projects linked to the energy sector. He was also a visiting researcher at the Harvard Kennedy School in the United States. Besides his business activity he has carried out political responsibilities, notably at the Basque Ministry for Industry, Commerce and Tourism in 1999 and as President of the EAJ-PNV Executive.

He joined the Repsol Group in 2008 as the President of its subsidiary Petronor. He then joined the Management Committee as General Director of the Industrial Area and New Energies in 2012 and, on 30 April 2014, he was appointed Chief Executive Officer and a member of the Corporate Executive Committee of Repsol.

He is the First Vice President of the Board of Directors of GAS NATURAL SDG, S.A. and a member of the Executive Committee.

First appointment as Director: 21 September 2016.

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

Repsol, S.A.	Chief Executive Officer
Repsol Oil & Gas Canada Inc.	Chairman and Director

MR. RAJARAM RAO: Director representing controlling shareholders for GIP III Canary 1 S.à r.l.

Qualified Electronic and telecommunications engineer. He also has an MBA from the University of Delhi and a Master's in Finance from the London Business School.

He worked in the Asia equity sales team at Kotak Securities (then a Goldman Sachs subsidiary) in Mumbai, India. He was a member of the project finance team at Barclays Capital in London, then a director at Credit Suisse's Investment Banking Division in London before joining GIP in 2006. He has led GIP's investments in Compañía Logística de Hidrocarburos S.A., East Indian Petroleum Limited, Gas Natural Fenosa, Gode Wind 1 Investor Holding GmbH, Saeta Yield, S.A. / Bow Power, S.L. and Transitgas AG.

He joined GIP as a Principal in 2006 and was appointed as a Partner in 2010. He is a member of the Investment and Operating Committees of GIP.

He is a member of the GAS NATURAL SDG, S.A. Board of Directors, the Executive Committee and the Audit Committee.

First appointment as Director: 21 September 2016

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

GIP

Partner

SUÁREZ DE LEZO MANTILLA, Luis Director representing controlling shareholders for REPSOL, S.A.

He has a Law Degree from the Universidad Complutense de Madrid. State Attorney (on voluntary leave) Lawyer specialising in Business and Administrative Law. He served as Director of Legal Affairs for Campsa until the end of its petroleum monopoly and has worked as an independent professional in the energy sector. Currently, in addition to being Director and General Secretary of Repsol, S.A., he is First Vice President of the Repsol Foundation. He is also a member of the Environment and Energy Commission of the International Chamber of Commerce (ICC).

He is a member of the GAS NATURAL SDG, S.A. Board of Directors and a member of the Audit Committee.

First appointment as Director: 26 February 2010. **Re-elections:** 11 April 2014.

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

Repsol, S.A.	Director and General Secretary of the Board of Directors, and a member of its Delegate Committee.
Fundación REPSOL	First Vice President
Commission on Environment and Energy of the International Chamber of Commerce (ICC)	Member

WILLIAM ALAN WOODBURN: Second Vice President - Director representing controlling shareholders for GIP III Canary 1 S.à r.l.

He has BS and MS degrees from Northwestern University and the Merchant Marine Academy in the United States.

He was Executive Vice President and a member of the CEO's Office at GE Capital He served on the GE Capital Board in 2000 and 2001. He spent 23 years at GE where he held the posts of President and CEO of GE Infrastructure. During his time at GE he oversaw several key acquisitions, such as those that led to GE's entry and expansion in the water technology business.

He is a founding member of GIP. He chairs the Portfolio Management Committee and is a member of the Investment, Operating and Valuation Committees. He is in charge of GIP's operating team at Stamford, Connecticut.

He is the Second Vice President of the Board of Directors of GAS NATURAL SDG, S.A. and a member of the Executive Committee and the Appointments and Remunerations Committee.

First appointment as Director: 21 September 2016.

Posts in entities other than GAS NATURAL SDG, S.A. as of December 2016

Competitive Power Ventures	President
GIP	He is the President of the Portfolio Management Committee and a member of the Investment, Operating and Valuation Committees
Gatwick Airport	Director
Edinburgh Airport and Hess Infrastructure Partners	Director