



## **NATURGY ENERGY GROUP, S.A.**

NATURGY ENERGY GROUP, S.A. in compliance with the provisions of article 228 of the consolidated text of Act 24/1988, of 28 July, on the Securities Market, hereby notifies the National Securities Market Commission of the following

### **REGULATORY INFORMATION**

The Annual General Shareholders Meeting held on March 5th 2019 has approved all the resolutions proposed by the Board of Directors as included in the agenda of the meeting:

- Approval of the Financial Statements and Directors' Report of the Company and its consolidated group for the year ended 31 December 2018
- Approval of the non financial consolidated information statement include in the Consolidated financial statement.
- Transfer €81,486,060.58 from the "Goodwill Reserve" account to the "Voluntary Reserves" account.
- Authorization for the buy-back of own shares, either directly by the Company or through subsidiaries of the Naturgy Group
- Approval of the distribution of the 2018 results, as proposed by the Board of Directors.
- Approval of a reduction in share capital through redemption of a maximum of 18.998.622 own shares, by implementing the share buy-back programme.
- Ratification and appointment of Mr. Scott Stanley.
- Approval of the remuneration Policy for Board members of the Company for the 2019-2021 financial years.
- Approval of the Long Tern incentive plan for the Executive Chairman and other managers.
- Approval of the 2020-2023 Share Delivery Plan for Employees of the NATURGY Group.
- Approval of the 2018 Annual Report on Remunerations of the members of the Board of Directors.
- Approval of the performance of the Board of Directors during 2018

- Delegation of the necessary powers for the completion, carrying out, execution, interpretation, correction and formalization of the Resolutions adopted by the General Shareholders Meeting.

Furthermore, The General Shareholders Meeting was inform on the modification of the Board of Directors Regulations, approved by the Board of Directors in its June 27th 2018 meeting.

The complete text of the approved Resolutions is available in the document containing the proposed resolutions to the General Shareholders Meeting ([www.naturgy.com](http://www.naturgy.com))

Finally, in the Board of Directors meeting held after the General Shareholders Meeting, it was approved to appoint Mr. Scott Stanley as a member of the Appointment and Remuneration Committee and to establish March 20th, 2019 as the date in which the final dividend would be paid.

Madrid, March 5th 2019