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ANNUAL GENERAL MEETING

26 MAY 2020

IDENTITY, CURRICULUM AND BOARD MEMBER CATEGORY OF THE PERSONS WHOSE RE-ELECTION, RATIFICATION AND APPOINTMENT AS DIRECTOR BEING SUBMITTED FOR THE APPROVAL OF THE ANNUAL GENERAL MEETING.

1.- MRS. HELENA HERRERO STARKIE

a) Identity and Category

Independent Director.

Forms part of the Board of Directors of NATURGY ENERGY GROUP, S.A. and the Audit Committee.

First appointment of Mrs. Herrero as Director of Naturgy Energy Group S.A.: 4 May 2016.

b) Curriculum

She has a degree in chemistry from the Complutense University of Madrid and has completed postgraduate studies in Management at the INSEAD Business School and the IESE Business School.



She has been Chairman and Chief Executive of HP in Spain and Portugal since July 2012, and has worked at the company since 1982.

Positions in Entities different to NATURGY ENERGY GROUP, S.A.

- Chairwoman of the I+E Innovación España Foundation.
- Trustee of FUNDETEC.
- Trustee of the Spain-USA Council Foundation.
- Member of the Board of Governors of the American Chamber of Commerce.

2.- RIOJA S.À.R.L. (represented by Mr. Javier de Jaime Guijarro)

a) Identity and Category

Proprietary Director for CVC Capital Partners SICAV-FIS S.A.

Forms part of the Board of Directors of NATURGY ENERGY GROUP, S.A. and the Appointments and Remuneration Committee.

First appointment of Rioja S.à.r.l as Director of Naturgy Energy Group S.A.: 1 August 2019.

b) Curriculum

Mr. Javier de Jaime Guijarro holds a Law Degree from Pontificia de Comillas (ICADE) university in Spain and MBA from Houston University (USA).

He joined CVC in 1997. He is currently Managing Partner, supervising Private Equity activity in Spain and Italy and forms part of the Private Equity Board for



Europe and North America of CVC Capital Partners. Prior to joining CVC, he worked in the British Company, 3i, for 7 years; two of them from the London Office, as Investment Controller and the remaining five as Regional Director of the Madrid office.

Positions in Entities different to NATURGY ENERGY GROUP, S.A.

- Proprietary Director for Promotora de Informaciones, S.A. (PRISA)
- Member of the Board of Recordati SpA
- Member of the Board of CVC Advisers Company (Luxembourg) S.à r.l.
- Member of the Board of CVC Investment Advisory Services S.L.
- Member of the Board of CVC Capital Partners SICAV-FIS S.A

- Representative of the Director Theatre Directorship Services Beta S.à r.l. for Baranoa Directorship, S.L.
- Representative of the Director Theatre Directorship Services Beta S.à r.l. for Deoleo S.A.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Tendam Retail, S.A.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Tendam Brands, S.A.U
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Tendam Fashion S.L.U.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Vitalia Plus S.A.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Vivaly Inversiones Globales, S.L.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Universidad Privada de Madrid, S.A.
- Representative of the Director Theatre Directorship Services Alpha S.à r.l. for Guadarrama Proyectos Educativos, S.L



3.- MR. MARCELINO ARMENTER VIDAL

a) Identity and Category

Proprietary Director for Criteria Caixa, S.A.U.

Forms part of the Board of Directors of NATURGY ENERGY GROUP, S.A. and the Appointments and Remuneration Committee.

First appointment of Mr. Armenter as Director of Naturgy Energy Group S.A.: 21 September 2016.

a) Curriculum

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

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. From 1985 to 1988, he was Director of Audit and Internal Control at Grup Caixa. From 1988 to 1995, he managed the area of investees. From 1995 to 2001, he was Managing Director of Banco Herrero. From 2001 to 2007, he was Chief Executive Officer of Caixa Holding. From 2007 to 2011, he was Deputy Executive General Manager of "la Caixa". From 2011 to 2013, he was General Risk Manager of CaixaBank. From 2013 to March 2019, he was General Manager of Criteria Caixa, S.A.U.

Additionally, from June 2019 to April 2020 he was a Director of CaixaBank, S.A. and from January 2017 to October 2019 he was a Director of Grupo Financiero Inbursa, S.A.B. de C.V.



Positions in Entities different to NATURGY ENERGY GROUP, S.A.

- Managing Director Criteria Caixa, S.A.U.
- Chairman and CEO Mediterranea Beach & Golf Community, S.A.U
- Vice Chairman –Cheif executive Caixa Capital Risc, S.G.E.C.I., S.A.
- Chairman Caixa Invierte Industria, S.C.R, S.A.
- Board Member Saba Infraestructuras, S.A.

4.- MR. RAJARAM RAO

a) Identity and Category

Proprietary Director for GIP III Canary 1 S.à r.l.

Forms part of the Board of Directors of NATURGY ENERGY GROUP, S.A. and the Appointments and Remuneration Committee.

First appointment of Mr. Rao as Director of Naturgy Energy Group S.A.: 21 September 2016.

b) Curriculum

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 shares 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 and later director of the Investment Banking Division of Credit Suisse in London before joining GIP in 2006. He ran GIP investments at Compañía Logística de Hidrocarburos SA, East Indian Petroleum



Limited, Naturgy, Gode Wind 1 Investor Holding GmbH, Saeta Yield, SA / Bow Power, SL and Transitgas AG.

He joined GIP as a Director in 2006 and was appointed Partner in 2010. He is a member of its Investment and Operations Committees.

Positions in Entities different to NATURGY ENERGY GROUP, S.A.

- GIP Partner
- EQUIS ENERGY Board Member.

5.- MRS. LUCY CHADWICK

a) Identity and Category

Proprietary Director for GIP III Canary 1 S.à r.l. (GIP).

She is a member of the NATURGY ENERGY GROUP, S.A. Board of Directors and a member of the Audit Committee.

First appointment of Mrs. Chadwick as Director of Naturgy Energy Group S.A.: 16 March 2020.

a) Curriculum

Bachelor in Psychology from the University of Exeter.

She is part of the GIP senior management.

Previously, she was Managing Director of the International and Environment Area of the UK Department for Transport, where she developed her professional career for 12 years and held different positions of responsibility.



6.- MRS. ISABEL ESTAPÉ

a) Identity and Category

Proprietary Director for Criteria Caixa, S.A.U.

She is a member of the NATURGY ENERGY GROUP, S.A. Board of Directors and a member of the Audit Committee.

First appointment of Mrs. Estapé as Director of Naturgy Energy Group S.A.: 16 March 2020.

a) Curriculum

Bachelor in Economic and Business Sciences with Outstanding Cum Laude from the University of Barcelona.

She has been a member of the Board of Directors of La Caixa Foundation since December 2013.

Currently she is notary, academic of numbers of the Royal Academy of Economic and Financial Sciences and Patroness of La Caixa.