

Santiago Martínez Garrido

General secretary and secretary of the Board of Directors

Bilbao, 12 June 2023

To the National Securities Market Commission

Other relevant information

Entry into share purchase agreement relating to the sale of generation assets with an aggregate installed capacity of 8,539 MW in Mexico

Pursuant to article 227 of the *Securities Markets and Investment Services Act 6/2023, of March 17 (Ley 6/2023, de 17 de marzo, de los Mercados de Valores y de los Servicios de Inversión)*, and related provisions, and further to the inside information notice (*comunicación de información privilegiada*) filed with this National Commission on 4 April 2023 (with official registry number 1821), we hereby inform you that, in accordance with the terms and the foreseen timetable, Iberdrola Generación México, S.A. de C.V., Iberdrola Renovables México, S.A. de C.V. and certain of their subsidiaries, all of them entirely held, directly or indirectly, by the subholding company of the Iberdrola Group in Mexico, Iberdrola México, S.A. de C.V. ("**Iberdrola México**"), have entered into the share purchase agreement contemplated in the MoU which was disclosed on 4 April 2023 whereby the entire share capital held by the sellers in a perimeter comprising certain subsidiaries representing in aggregate 55 % of the gross operating income (EBITDA) estimated for Iberdrola Mexico in 2023, and employing more than 400 employees, is sold, retaining ownership of 13 plants, all its activity with private customers and its portfolio of renewable projects to developed.

The portion of the business sold includes 12 combined cycle power generation facilities and a wind farm. In particular, it comprises the combined cycle gas plants operating under the Independent Power Producer regime contracted with the Federal Electricity Commission ("**CFE**") Monterrey I and II -449 MW-, Altamira III and IV -1,096 MW-, Altamira V -1,155 MW-, Escobedo -878 MW-, La Laguna -537 MW-, Tamazunchale I -1,179 MW-, Baja California -324 MW-, Topolobampo II -917 MW-, and Topolobampo III -766 MW-, together with the La Venta III wind farm -103 MW-, which account for 87 % of the total installed capacity to be divested, and the private gas combined cycle plants Monterrey III and IV -477 MW-, Tamazunchale II -514 MW- and Enertek -144 MW-.

The purchaser is Banco Actinver, S.A., Institución de Banca Múltiple, Grupo Financiero Actinver, in its capacity as trustee under the irrevocable trust agreement number 5561, managed by Mexico Infrastructure Partners FF, S.A.P.I. de C.V. (the "**Purchaser**"). The consideration for the transaction, in terms of enterprise value, on a cash- and debt-free basis, of approximately USD 6,000 million, subject to variations depending on the closing date of the transaction and other potential adjustments customary in this type of agreements, and its remaining terms are as previously reported.

The transaction is subject to the prior carve-out and transfer to other subsidiaries of Iberdrola México of certain generation projects and assets excluded from the transaction perimeter which are currently held by the companies acquired by the Purchaser, as well as to obtaining the regulatory approvals required both to execute such carve-outs and to implement the sale and purchase, and to the satisfaction of certain conditions customary in this type of agreements, all of the foregoing by not later than 31 December 2023.

The impact of this divestment in the consolidated financial statements of the Iberdrola Group for fiscal year 2023 will be determined and reported once the transaction completes.

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General secretary and secretary of the Board of Directors

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## IMPORTANT INFORMATION

This communication does not constitute an offer to purchase, sell or exchange or the solicitation of an offer to purchase, sell or exchange any securities. The shares of "Iberdrola, S.A." may not be offered or sold in the United States of America except pursuant to an effective registration statement under the Securities Act or pursuant to a valid exemption from registration.

This communication contains forward-looking information and statements about "Iberdrola, S.A.", including financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations with respect to future operations, capital expenditures, synergies, products and services, and statements regarding future performance. Forward-looking statements are statements that are not historical facts and are generally identified by the words "expects", "anticipates", "believes", "intends", "estimates" and similar expressions.

Although "Iberdrola, S.A." believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of "Iberdrola, S.A." securities are cautioned that forward-looking information and statements are subject to various risks and uncertainties, many of which are difficult to predict and generally beyond the control of "Iberdrola, S.A.", that could cause actual results and developments to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include those discussed or identified in the public documents sent by "Iberdrola, S.A." to the *Comisión Nacional del Mercado de Valores*.

Forward-looking statements are not guarantees of future performance. They have not been reviewed by the auditors of "Iberdrola, S.A." You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date they were made. All oral or written forward-looking statements hereby made or otherwise attributable to "Iberdrola, S.A." or any of its members, directors, officers, employees or any persons acting on its behalf are expressly qualified on its entirety by the cautionary statement above. All the forward-looking statements included herein are based on information available to "Iberdrola, S.A." on the date hereof. Except as required by applicable law, "Iberdrola, S.A." does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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