Financial results: 1H14



CONTENTS

HIGHLIGHTS	1
KEY FIGURES	2
EARNINGS PERFORMANCE	3
INVESTMENTS	3
FINANCIAL STRUCTURE	3
OPERATING HIGHLIGHTS	5
SUMMARY OF SIGNIFICANT EVENTS 2Q14	6
CONSOLIDATED INCOME STATEMENT	8
CONSOLIDATED BALANCE SHEET	9
CONSOLIDATED CASH FLOW STATEMENT	10
APPENDIX I: COMPANY ASSETS	11
APPENDIX II: RELATED-PARTY TRANSACTION	S.12
APPENDIX II: CORPORATE RESPONSIBILITY A	ND
SUSTAINABILITY	. 14
APPENDIX III: Contact data	15

Conference-call/Webcast:

22 July 2014 CET 09.00

Spanish telephone numbers: +34.91787.39. 902.881.946

English telephone numbers:

+44 0 207 1070685 +34. 91.789 51.25

www.enagas.es

HIGHLIGHTS

- ✓ In 2014, and in accordance with IFRS 11 (entailing the transition from proportionate consolidation to the equity method for joint ventures), BBG and Altamira are now consolidated under the equity method, contributing only their net profit.
- Net profit to 30 June 2014 increased by 3.9% to €209.9Mn.
- ✓ **Investment amounted to €419.1Mn,** this figure includes the acquisition of 22.38% of TGP. TGP, which is consolidated using the equity method, has contributed to the Group's results from April.
- ✓ On 30 June, the consortium made up of Enagás (25%) and Odebrecht (75%) was awarded the project for Gasoducto del Sur Peruano, put out to tender by the Peruvian government. The award covers the construction and subsequent operation and maintenance of a 1,000-km-long gas pipeline, which is key for safeguarding supply in Peru. The pipeline is scheduled to be brought on stream for commercial use in 56 months and the concession is for 34 years.
- ✓ Net debt at 30 June stood at €3,691.7Mn, with a leverage ratio of 63.2% and a net debt/EBITDA ratio of 3.6 times over the past year.
- ✓ Initial estimates made by Enagás following publication of Royal Decree Law 8/2014, of 4 July, approving urgent measures for growth, competitiveness and efficiency, show that the impact of these measures affecting the gas sector amounts to an average of €120Mn a year on the Company's revenue through to 2020.
- After the analysis of the natural gas reform, included in the Royal Decree Law 8/2014, both rating agencies, Standard and Poor's and Fitch, reaffirmed the ratings of the Company (BBB/A-)
- On 3 July, the Company paid a final gross dividend against 2013 profit of €0.764. This payment brings the total annual gross dividend payment against 2013 profit to €1.27 per share, an increase of 13.8% on the previous year.
- ✓ Total demand for gas transmitted in the system at 30 June 2014 amounted to 201,048 GWh, -0.1% lower than in the first half of 2013.

Investor Relations +34.91709.93. investors@enagas.es www.enagas.es



KEY FIGURES

Key figures January-June (unaudited)

Income statement

	January-June		
(€ Mn)	2014	2013	% Chg
Total revenue	638.4	649.5	-1.7%
EBITDA	507.3	504.5	0.6%
EBIT	338.9	337.6	0.4%
Net profit	209.9	202.1	3.9%

Note: In 2014, and in accordance with IFRS 11, BBG and Altamira are now consolidated under the equity method, contributing only their net profit, whereas in 2013 they were consolidated proportionately.

Consolidating BBG and Altamira under the equity method in 2013, the figures above would have grown in the first half as follows: Total revenue +1.9%, EBITDA +3.9%, EBIT +3.4% and Net profit +3.9%

Balance sheet and financial ratios

	30 June	
(€ Mn)	2014	2013
Total assets (€ Mn)	7,889.5	8,398.1
Net debt (€ Mn)	3,691.7	3,507.8
Equity (€ Mn)	2,146.1	2,038.2
Net debt/Total assets (%)	46.8%	41.8%
Net debt/(net debt + equity) (%)	63.2%	63.2%

Other metrics

	January-June		
_(€ Mn)	2014	2013	% Chg
Investments	419.1	356.8	17.5%

Note: The 2014 figures include the TgP acquisition in Peru.

Key figures March - June (unaudited)

	Second quarter		
(€ Mn)	2014	2013	% Chg
Total revenue	324.7	337.5	-3.8%
EBITDA	261.4	270.1	-3.2%
EBIT	176.1	184.8	-4.7%
Net profit	110.2	107.1	2.8%



EARNINGS PERFORMANCE

1H14 Results

In 2014, and in accordance with IFRS 11 (entailing the transition from proportionate consolidation to the equity method for joint ventures), BBG and Altamira are now consolidated under the equity method, contributing only their net profit.

Net profit to 30 June 2014 totalled **€209.9Mn, a 3.9% increase** on the figure of €202.1Mn reported in the first half of 2013.

We would note the positive contribution from TGP in Peru, which is consolidated using the equity method, and which has contributed to the Group's results from April.

The financial result (-€55.9Mn) increased compared to the figure of -€53.4Mn seen in the first half of 2013.

The depreciation and amortisation charge at 30 June 2014 was -€168.4Mn.

As a result, **EBIT** in the first half of 2014 totalled **€338.9Mn**, **0.4%** higher year-on-year.

EBITDA increased from €504.5Mn to €507.3Mn in the period, **a rise of 0.6%.**

Operating revenues were down 1.7% while operating expenses contracted 9.6%. Both of these were affected by the deconsolidation of BBG and Altamira. In pro forma terms, i.e., if we had also consolidated our investments in the Altamira and BBG plants in the first half of 2013 under the equity method, operating revenues would have advanced by 1.9% while operating expenses would have declined 5.4%.

EPS in the period was $\{0.88\}$, compared to $\{0.85\}$ for the same period in the previous year.

Quarterly results

2Q14 net profit was €110.2Mn, 2.8% higher than that obtained in the same quarter of 2013.

EBIT and EBITDA declined by 4.7% and 3.2% respectively, compared to 2Q13.

As with the six-month earnings, the comparison of quarterly results is skewed by the change in the scope of consolidation between the second quarter of 2013 and the second quarter of 2014.

Also, in the second quarter of 2014, Enagás' stake in TgP (Peru), which is consolidated using the equity method, contributed to the Group's results.

EPS for the quarter was €0.46.



INVESTMENTS

At 30 June 2014, **investment** amounted to **€419.1Mn**, meaning the Company is on track to meet its target for 2014.

Of this amount, approximately 9% was invested in Spain while 91% was international investment.

This amount includes the acquisition of 22.38% of TgP for €373Mn. We would note that the agreement with CPPIB includes the subsequent sale of 2.38% of TgP and the acquisition of 30% of COGA which operates and maintains TgP's transmission system.

On 30 June, Enagás announced it had been awarded the Gasoducto del Sur Peruano tender, where it has a 25% stake.

The award covers the construction and subsequent operation and maintenance of a 1,000-km-long gas pipeline in Peru. Enagás will act as "qualified operator" of the consortium and will be in charge of the operation and maintenance of the pipeline.

This investment meets the strict criteria for international investments and, during the construction of the pipeline, Enagás will invest some \$250Mn.

FINANCIAL STRUCTURE

The Company's **net debt** at 30 June 2014 stood at €3,691.7Mn, down from €3,772.7Mn reported at the end of December 2013 and up on the 30 June 2013 figure of €3,507.8Mn.

The **leverage ratio** (net debt / net debt + equity) at 30 June 2014 was **63.2%.**

Net cash flows from operating activities at 30 June totalled €431.3Mn.

The Company reported **a financial result** of **-€55.9Mn** compared with -€53.4Mn recognised in the same period in 2013.

This slight decline is largely due to lower finance revenue following the cancellation of short-term investments in the fourth quarter of 2013 and lower remuneration thereon, along with lower capitalised borrowing costs in the first half of 2014 due to less investment in regulated assets in Spain.

The **average net cost of debt** at 30 June 2014 was **3.1%**, in line with forecasts, compared to 2.9% in the same period of 2013.

In terms of **untapped available financing**, the Company had liquidity of **€2,475Mn** at 30 June 2014.

We would note that in the second quarter, Fitch revised its outlook on Enagás from stable to positive. The rating remains A-.

After the analysis of the natural gas reform, included in the Royal Decree Law 8/2014, both rating agencies, Standard and Poor's and Fitch, reaffirmed the ratings of the Company (BBB/A-).

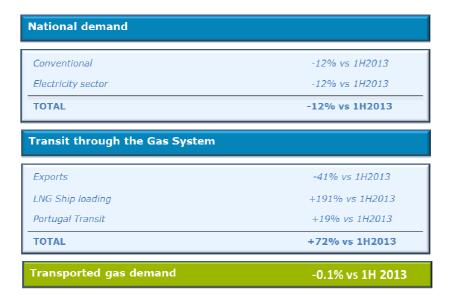


OPERATING HIGHLIGHTS

Demand

Total demand for gas transmitted at 30 June 2014 amounted to 201,048 GWh, 0.1% lower than in the first half of 2013.

This figure includes demand for the transmission of gas via the gas system which rose 72% compared to the figure at 30 June 2013.





SIGNIFICANT EVENTS IN THE SECOND QUARTER

FITCH REVISED ITS OUTLOOK ON ENAGÁS TO POSITIVE

On 30 April 2014, Fitch revised its outlook on Enagás from stable to positive. The rating remains A-.

CONSORTIUM FORMED BY ENAGÁS AND ODEBRECHT, AWARDED GASODUCTO DEL SUR TENDER IN PERU

The consortium made up of Enagás (25%) and Odebrecht (75%) has been awarded the Gasoducto del Sur Peruano project put out to tender by the Peruvian government.

The award covers the construction and subsequent operation and maintenance of a 1,000-km-long gas pipeline, which is key for safeguarding supply in Peru. The pipeline is scheduled to be brought on stream for commercial use in 56 months and the concession is for 34 years.

This transaction is in line with the criteria laid out in Enagás' Strategic Update for 2013-2015, as well as with the Company's core business and its target profitability and debt-level figures.

During the construction, Enagás will invest around \$250Mn. The initiative will be funded through a project finance structure. The take-or-pay contracts of the infrastructure enable revenue stability to be ensured.

ACCORDING TO ENAGÁS ESTIMATES, GAS SECTOR REFORMS ANNOUNCED BY THE GOVERNMENT WILL IMPACT REVENUE AN AVERAGE OF €120MN A YEAR

Initial estimates made by Enagás following publication of Royal Decree Law 8/2014, of 4 July, approving urgent measures for growth, competitiveness and efficiency, and which comes into effect this month, indicate that the impact of these measures for the gas sector amounts to an average of €120 million a year on its revenue through to 2020.

The Company believes that this reform will definitively eliminate the existing gas tariff deficit and help guarantee regulatory stability in the sector. The main objective of this reform is to reduce the final cost of energy in Spain and increase competitiveness among Spanish listed companies. It also guarantees an economically sustainable system in the future.

Enagás is already taking measures to ease the impact of this reform which will be significant. The Company has recently been working on its 2014-2020 Efficiency Plan which will see it step up the efforts to reduce and control expenses introduced in 2008.

The new remuneration system includes features which will make remuneration more predictable and secure, as well as the variable component according to demand. The

1H14 Results



regulatory period will be six years.

Enagás feels that this reform meets the need to adapt the sector's regulatory framework to the current economic situation and the maturity of the Spanish gas system. The Company is conscious that the Government is eager to resolve the incipient gas tariff deficit and believes that greater efforts are needed to increase competitiveness and promote stability in the gas sector.



CONSOLIDATED INCOME STATEMENT

<u>1H14</u>

€ Mn (unaudited)	Jan-June 2014	Jan-June 2013	% Chg
Revenues from regulated activities Other operating revenues	620.2 18.2	610.6 38.8	1.6% -53.1%
Total revenues	638.4	649.5	-1.7%
Personnel expenses Other operating expenses	-41.7 -89.4	-41.6 -103.4	0.1% -13.5%
Total OPEX	-131.1	-145.0	-9.6%
EBITDA	507.3	504.5	0.6%
Depreciation/amortisation charge	-168.5	-166.9	1.0%
Operating profit (EBIT)	338.8	337.6	0.4%
Net finance expense Results from equity accounted subsidiaries	-55.9 12.9	-53.4 2.3	4.6% 461.0%
Profit before tax	295.9	286.4	3.3%
Income tax Minority interests	-85.3 -0.7	-84.1 -0.3	1.4%
Net profit for the period	209.9	202.1	3.9%

2014

€ Mn (unaudited)	2Q 2014	2Q 2013	% Chg
Revenues from regulated activities Other operating revenues	316.5 8.2	321.4 16.1	-1.5% -49.4%
Total revenues	324.7	337.5	-3.8%
Personnel expenses Other operating expenses	-21.0 -42.2	-22.8 -44.6	-7.9% -5.4%
EBITDA	261.4	270.1	-3.2%
Depreciation/amortisation charge	-85.4	-85.3	0.1%
Operating profit (EBIT)	176.1	184.8	-4.7%
Net finance expense Results from equity accounted subsidiaries	-30.0 8.7	-33.6 1.2	-10.7% 625.0%
Profit before tax	154.8	152.4	1.6%
Income tax Minority interests	-44.3 -0.4	-45.0 -0.3	-1.6% 33.3%
Net profit for the period	110.2	107.1	2.8%



CONSOLIDATED BALANCE SHEET

€ Mn (unaudited)	30 June 2014	31-Dec 2013
Intangible assets, property, plant and equipment Investments accounted for using the equity method Non-current investments in group companies and associates Other non-current financial investments Deferred tax assets	5,528.2 597.4 40.1 2.9 65.3	5,881.8 165.8 14.7 2.5 72.0
Non-current assets	6,233.8	6,136.7
Assets held for sale Inventories Receivables Other current financial assets Other current assets Cash and cash equivalents	35.5 15.5 680.0 15.6 3.9 905.0	0.0 15.2 699.3 3.0 3.0 353.4
Current assets	1,655.6	1,073.9
TOTAL ASSETS	7,889.5	7,210.6
Capital Reserves Profit for the period attributable to equity holders of the parent Interim dividend capitalised	358.1 1,578.0 209.9 -	358.1 1,477.2 403.2 -120.1
Capital and reserves	2,146.1	2,118.4
Hedges Exchange differences Other	5.4 1.5 0.4	10.4 -3.4 -
Changes in fair value recognised in equity	7.4	7.0
Results from equity accounted subsidiaries	13.8	13.9
Equity	2,167.2	2,139.4
Debentures and other marketable securities Non-current financial liabilities Non-current liabilities Deferred tax liabilities Provisions Other non-current liabilities	2,542.7 1,581.9 39.1 384.7 166.5 63.8	1,829.8 1,774.3 45.1 416.4 177.3 77.3
Non-current liabilities	4,778.7	4,320.3
Current financial liabilities Current liabilities payable	642.2 301.3	494.3 256.6
Current liabilities	943.5	750.9
EQUITY AND LIABILITIES	7,889.5	7,210.6



CONSOLIDATED CASH FLOW STATEMENT

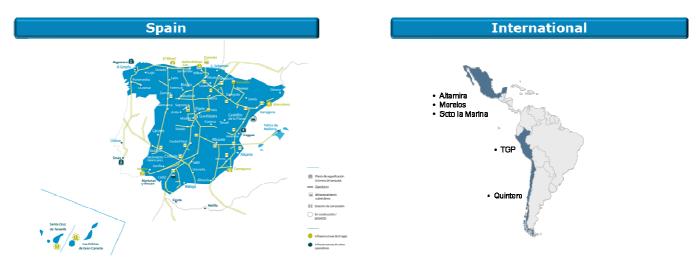
€ Mn	Jan-June	Jan-June
(unaudited)	2014	2013
(A) CONSOLIDATED PROFIT BEFORE TAX	295.9	286.5
Adjustments to profit (1)	211.9	216.7
Depreciation of PP&E	165.0	167.0
Other adjustments to profit	47.0	49.7
Changes in working capital (2)	-3.6	7.6
Inventories	-0.3	-0.8
Trade and other receivables	41.3	63.7
Other current assets	-1.4	-1.7
Trade and other payables	-43.1	-53.6
Other cash flows from operating activities (3)	-72.9	-61.4
Interest paid	-32.2	-35.2
Interest collected	3.6	11.0
Income tax received /(paid)	-44.3	-37.2
(B) NET CASH FLOWS FROM OPERATING ACTIVITIES (A+1+2+3)	431.3	449.4
Capital expenditure (4)	-456.7	-341.5
Group companies and associates	-370.7	-259.6
Intangible assets, PP&E and investment property	-41.8	-81.8
Other financial assets	-8.9	-0.2
Non-current assets held for sale	-35.3	0.0
Proceeds from disposals (5)	0.0	0.0
Group companies and associates	0.0	0.0
Intangible assets, PP&E and investment property	0.0	0.0
Other financial assets	0.0	0.0
Other cash flows for investment activities (6)	15.8	1.5
Other cash flows for investment activities	15.8	1.527
(C) NET CASH FLOWS USED IN INVESTING ACTIVITIES (4+5+6)	-440.9	-340.0
Proceeds from/(payments on) financial liabilities (7)	579.6	26.4
Issuance	1,766.9	895.6
Repayment	-1,187.4	-869.2
Dividends paid (8)	0.0	0.0
(D) NET CASH FLOWS FROM FINANCING ACTIVITIES (6+7)	579.6	26.4
Effect of changes in consolidation method (9)	-18.3	0.0
(E) TOTAL NET CASH FLOWS (B+C+D+9) Cash and cash equivalents - opening balance (10)	551.7 353.4	135.8 1,479.6
Cash and cash equivalents - opening balance (10)		
CASH AND CASH EQUIVALENTS - CLOSING BALANCE (E+10)	905.0	1,615.5



APPENDIX I: COMPANY ASSETS

Enagás' Gas System Assets 30/06/2014			
REGASIFICATION ASSETS	Units	m ³ or m ³ /h	
LNG tankers (number and capacity)	16	1,957,000	
Nominal regasification capacity		4,650,000	
Tank loaders	9		
TRANSPORT ASSETS	Units	Km	
Km. of operational gas pipeline		10,234	
Compressor stations	18		
Gas regulation and metering stations	488		
UNDERGROUND STORAGE ASSETS	Units	Mm³/day	
No. of storage facilities	3		
Max. injection		18.9	
Max. output		27.4	

Note: Enagás holds a 40% stake in the BBG regasification plant, which currently has two 150,000 m 3 LNG storage tanks and a nominal regasification capacity of 800,000 m 3 (n)/h.





APPENDIX II: RELATED-PARTY TRANSACTIONS

Introduction:

Pursuant to Order EHA/3050/2004, of 15 September, and the CNMV Circular 1/2008, of 30 January, we are hereby reporting the following transactions:

<u>Transactions between Enagás, S.A. and companies over which Enagás, S.A. exercises significant influence</u>

Transactions with Gasoducto de Morelos SAPI de C.V.-

In the fourth quarter of 2012, Enagás S.A. granted Gasoducto de Morelos SAPI de CV a participating loan for the amount of \$20.20Mn (equivalent to €14.75Mn), maturing in 2031. The terms governing interest, fees, expenses and guarantees are all on an arm's length basis.

<u>Transactions between Enagás Transporte, S.A.U and companies over which it</u> exercises significant influence

• Transactions with Bahía de Bizkaia Gas, S.L.

Enagás Transporte, S.A.U. provided a maximum of €60.21Mn in guarantees in respect of the obligations of Bahía de Bizkaia Gas, S.L.

<u>Transactions between Enagás Internacional, S.L.U and companies over which it</u> exercises significant influence

• Transactions with Estación de Compresión Soto la Marina S.A.P.I de C.V.-

Enagás Internacional S.L.U has a loan with Estación de Compresión Soto la Marina for \$31.6Mn (equivalent to €23.08Mn).

<u>Transactions between Enagás, S.A. and directors, managers and their immediate relatives (Article 4.1, paragraph b, of Ministerial Order EHA/3050/2004)</u>

Attendance fees paid to the members of the Board of Directors de Enagás, S.A. totalled €571,000 at 31 December 2013.

Remuneration paid to the members of the Management Committee amounted to €1.84Mn.



<u>Transactions between Enagás, S.A. and companies over which directors and managers exercise significant influence: (Article 4.1, paragraph d, of Ministerial Order EHA 3050/2004)</u>

• Transactions with BANCO SANTANDER

- 1) Enagás S.A. and Banco Santander have a €50Mn credit facility which matures in April 2014.
- 2) Enagás S.A. has two interest rate swap contracts with Banco Santander for €50Mn and €90Mn which mature in June 2015 and January 2017.
- 3) Enagás Transporte S.A.U. and Banco Santander have a €20Mn credit facility which matures in April 2014.
- 4) Enagás S.A. has various guarantees and sureties with Banco Santander totalling €20.93Mn.

• Transactions with EULEN, S.A.-

Receipt of services: Enagás S.A. incurred expenses of €300,000.

Receipt of services: Enagás Transported S.A.U. incurred expenses of €417,000.

• Transactions with Newcomer 2000

Receipt of services: Enagás S.A. incurred expenses of €12,000.



APPENDIX III: CORPORATE RESPONSIBILITY AND SUSTAINABILITY

Indexes, certifications and assessment agencies

APOYAMOS EL PACTO MUNDIAL	Enagás has been a member of the United Nations Global Compact since 2003. Since 2011, the Progress Report has met all the criteria for the GC Advanced level. It was also included in the Global Compact 100 index in 2013.	NEEDS NO.	In 2012, Enagás' management model was awarded the EFQM 500+ European Seal of Excellence. In 2014, Enagás won the EFQM Good Practice Competition award.
ROBECOSAM Sustainability Award Silver Class 2014	Enagás has been a member of the Dow Jones Sustainability World Index (DJSI) since 2008. The Company is also ranked Silver in the Sustainability Yearbook 2014 published by ROBECOSAM.	IR PILOT PROGRAMME	The 2012 and 2013 Annual Reports were drawn up in accordance with the integrated reporting principles laid down by the International Integrated Reporting Council (IIRC). As a standard-bearer in corporate social reporting, in 2011 Enagás joined the initiative of the International Integrated Reporting Council (IIRC) for integrated reporting, sharing knowledge and best practices in this regard.
FTSE4Good	Enagás has been a member of the FTSE4Good index since 2006.	GRI REPORT GRI CHECKED AA1000	Enagás' 2013 Annual Report was verified for the fifth year under the AA1000APS standard, and for the sixth year in accordance with the Global Reporting Initiative (GRI), with an A+level of application.
INVESTMENT RECEIVER	Enagás has been a member of the Ethibel Pioneer & Excellence index since 2009.	efr empresa	In 2013, Enagás renewed its certification as a Family-Responsible Company first granted to it in 2007. Enagás maintains its "B+ Proactive" rating.
Member 2011/2012 STOXX ESC LEADERS INDICES	Enagás has been a member of the STOXX ESG Leaders index since 2011.		In 2014, Enagás renewed the Ministry for Health, Social Policy and Equality's Equality at Work Seal, which it first obtained in 2010. Furthermore, in 2014 the Company also signed a cooperation agreement with the Ministry for Health, Social Policy and Equality aimed at increasing the number of women in executive positions.
EURONEXT VIOCOY World 120	Enagás has been the only Spanish company on the Vigeo World 120 index since 2012.	ESPAÑA EMPLOYER 2014 CENTREO EIGENHOUS ENANTORS	In 2014, Enagás was assessed for the fourth year running as being one of the Top Employers Spain, and was also found to be one of the best companies to work for.
Corporate Responsibility Prime rated by Oekom r esea r c h	Oekom upheld its B Prime rating of Enagás, issued in 2010.	R S	Enagás holds ISO 9001:2008 certification for its technical system (TSM) and third party network access (TPA) management processes, as well as its information systems management.

1H14 Results



CARBON DISCLOSURE PROJECT

Enagás has been involved in the Carbon Disclosure Project's assessment of the risks and opportunities arising from climate change since 2009. In 2013, Enagás was awarded Level B for Performance and 83 points for Transparency.



Since 2011, Enagás has held SSAE 16 certification for its "System capacity management and viability analysis" and "System security of supply/technical management of underground storage" procedures.

APPENDIX III: Contact data

Corporate website:

www.Enagás.es

Investor Relations:

Tel: +34.91.709.93.30

Email: investors@Enagás.es

Address: Paseo de los Olmos, 19 28005 Madrid

Fax: +34.91.709.93.28