



Enagás Financiaciones, S.A.U.

*(incorporated with limited liability under the laws of
the Kingdom of Spain)*

€4,000,000,000

**Guaranteed Euro Medium Term Note
Programme**

guaranteed by

Enagás, S.A.

*(incorporated with limited liability under the laws of
the Kingdom of Spain)*

This supplement (the “**Base Prospectus Supplement**”) to the base prospectus dated 27 July 2023 relating to the €4,000,000,000 Guaranteed Euro Medium Term Note Programme, as supplemented by the supplement dated 28 July 2023 (the “**Base Prospectus**”) prepared by Enagás Financiaciones, S.A.U. (the “**Issuer**”) and Enagás, S.A. (the “**Guarantor**”) in connection with the application made for Notes to be admitted to listing on the official list and to trading on the regulated market of the Luxembourg Stock Exchange constitutes a supplement for the purposes of Article 23 of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”) and should be read in conjunction with the Base Prospectus as so supplemented. Terms defined in the Base Prospectus shall have the same meaning when used in this Base Prospectus Supplement.

This Base Prospectus Supplement has been approved by the Commission de Surveillance du Secteur Financier (the “**CSSF**”), as competent authority under the Prospectus Regulation. The CSSF only approves this Base Prospectus Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of either the Issuer, the Guarantor or the quality of the Notes that are the subject of this Base Prospectus Supplement and investors should make their own assessment as to the suitability of investing in the Notes.

This Base Prospectus Supplement has been prepared in order to incorporate by reference certain additional financial and non-financial information and to amend the Base Prospectus in the manner described below.

INFORMATION INCORPORATED BY REFERENCE

The English language version of the unaudited consolidated interim condensed financial statements of the Guarantor as at and for the nine-month period ended 30 September 2023 shall be deemed to be incorporated by reference in, and to form part of, this Base Prospectus Supplement (the “**September 2023 Financial Statements of the Guarantor**”).

The September 2023 Financial Statements of the Guarantor have previously been published on Enagás’ website (https://www.enagas.es/content/dam/enagas/en/files/accionistas-e-inversores/informacion-economico-financiera/informes-resultados-presentaciones/informacion-publica-periodica/Nota%20CNMV%20Resultados%209M2023_EN.pdf) and have been filed with the CSSF and will be published on the website of the Luxembourg Stock Exchange (<https://www.luxse.com>).

AMENDMENTS TO THE BASE PROSPECTUS

DOCUMENTS INCORPORATED BY REFERENCE

The following text shall be included as new item (i) of the section headed “*DOCUMENTS INCORPORATED BY REFERENCE*” on page 26 of the Base Prospectus:

"(i) the unaudited consolidated interim condensed financial statements of Enagás as at and for the nine-month period ended 30 September 2023, available for viewing on:

https://www.enagas.es/content/dam/enagas/en/files/accionistas-e-inversores/informacion-economico-financiera/informes-resultados-presentaciones/informacion-publica-periodica/Nota%20CNMV%20Resultados%209M2023_EN.pdf

In addition, former items (i) to (viii) of the section headed “*DOCUMENTS INCORPORATED BY REFERENCE*” on page 26 of the Base Prospectus shall be renumbered correlatively to become items (ii) to (ix), whereby former item (i) shall become new item (ii), former item (ii) shall become new item (iii), former item (iii) shall become new item (iv), former item (iv) shall become new item (v), former item (v) shall become new item (vi), former item (vi) shall become new item (vii), former item (vii) shall become new item (viii) and former item (viii) shall become new item (ix).

The following text shall become new item (a) of the fourth paragraph on page 27 of the Base Prospectus:

"(...) (a) the unaudited consolidated interim condensed financial statements of Enagás as at and for the nine-month period ended 30 September 2023, (...)".

In addition, former items (a) to (h) of the fourth paragraph on page 27 of the Base Prospectus shall be renumbered correlatively to become items (b) to (i), whereby former item (a) shall become new item (b), former item (b) shall become new item (c), former item (c) shall become new item (d), former item (d) shall become new item (e), former item (e) shall become new item (f), former item (f) shall become new item (g), former item (g) shall become new item (h) and former item (h) shall become new item (i).

Additionally, the following table shall be included above the table headed “Unaudited consolidated interim condensed financial statements of Enagás as at and for the six months ended 30 June 2023” on page 27 of the Base Prospectus:

Unaudited consolidated interim condensed financial statements of Enagás as at and for the nine months ended 30 September 2023

Consolidated Income Statement.....	Page 5
Consolidated Cash Flow Statement	Page 8
Consolidated Balance Sheet.....	Page 9

GENERAL INFORMATION

The following text shall replace item (3) of section “*GENERAL INFORMATION*” included in page 169 of the Base Prospectus:

“There has been no significant change in the financial position or financial performance of the Group since 30 September 2023 and no material adverse change in the prospects of the Issuer or of Enagás or of the Group since 31 December 2022.”

DESCRIPTION OF ENAGÁS, S.A.

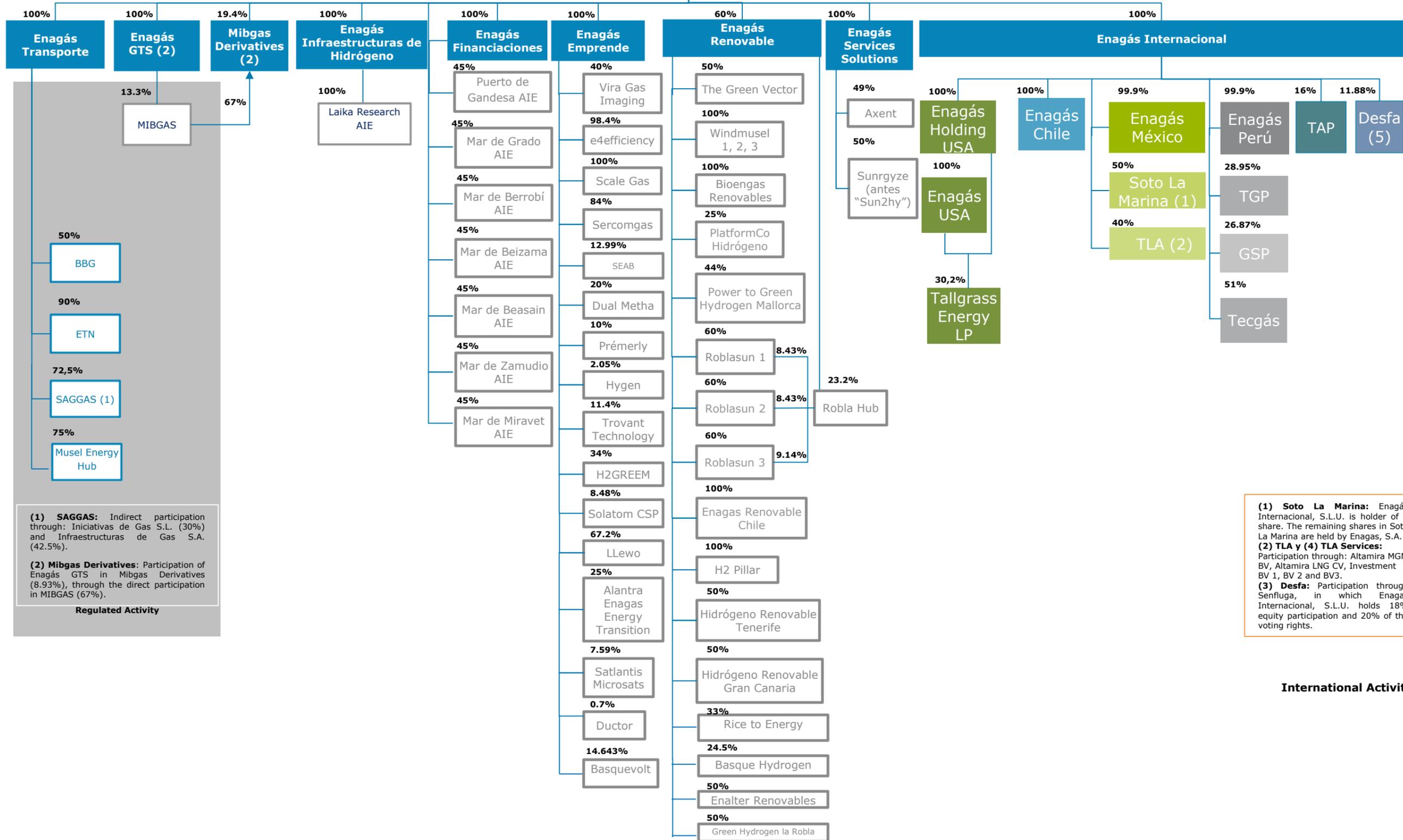
The following organisational structure chart shall replace the equivalent chart included in page 87 of the Base Prospectus in the section headed “*DESCRIPTION OF ENAGÁS, S.A.*”, subsection “Business”, subsection “*Organisational Structure*”:

Organisational Structure



Organisational Structure

Enagás, S.A.



(1) SAGGAS: Indirect participation through: Iniciativas de Gas S.L. (30%) and Infraestructuras de Gas S.A. (42,5%).

(2) Mibgas Derivatives: Participation of Enagás GTS in Mibgas Derivatives (8,93%), through the direct participation in MIBGAS (67%).

Regulated Activity

(1) Soto La Marina: Enagás Internacional, S.L.U. is holder of 1 share. The remaining shares in Soto La Marina are held by Enagas, S.A.

(2) TLA y (4) TLA Services: Participation through: Altamira MGM BV, Altamira LNG CV, Investment BV 1, BV 2 and BV3.

(3) Desfa: Participation through Senfluga, in which Enagas Internacional, S.L.U. holds 18% equity participation and 20% of the voting rights.

International Activity

IMPORTANT NOTICES

Save as disclosed in this Base Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to information included in this Base Prospectus Supplement has arisen since the publication of the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Base Prospectus Supplement and (ii) any other statement in or incorporated by reference into the Base Prospectus, the statements in this Base Prospectus Supplement will prevail.

The Issuer and Enagás accept responsibility for the information contained in this Base Prospectus Supplement. To the best of the knowledge of the Issuer and Enagás the information contained in this Base Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Base Prospectus Supplement is available for inspection at www.enagas.es and www.luxse.com.