

**COMISIÓN NACIONAL DEL
MERCADO DE VALORES**
Área de Mercados
Édison, 4
28006 MADRID

Madrid, 20th April 2015

Dear Sir,

In accordance with the provisions of article 82 of the Spanish Securities Markets Act, we hereby notify you of the following **SIGNIFICANT EVENT**:

Further to the relevant event announced by Red Eléctrica Corporación, S.A. on 10th April 2015 (registration number 221239, the “**Initial Notification**”), Red Eléctrica Corporación, S.A. hereby announces that, on 24th April 2015, part of the Notes of the issuance for an aggregate nominal amount of EUR 500,000,000 due 24th April 2025 to be issued on such date by Red Eléctrica Financiaciones, S.A.U., with the guarantee of Red Eléctrica Corporación, S.A. and Red Eléctrica de España, S.A.U., due April 2025 (ISIN Code: XS1219462543), under its Euro Medium Term Note Programme (EMTN Programme), will be swapped for an aggregate nominal amount of EUR 446,100,000 in accordance with the following detail: (i) 3.592 Notes of the issuance for the amount of EUR 500 million, with a coupon of 3.5%, maturing on 2016 (ISIN XS0545097742), for an aggregate nominal amount of EUR 179.600.000 (ii) 1.506 Notes of the issuance for the amount of EUR 750 million, with a coupon of 4.75%, maturing on 2018 (ISIN XS0591586788), for an aggregate nominal amount of EUR 150.600.000 and (iii) 1.159 Notes of the issuance for the amount of EUR 400 million, with a coupon of 2.375%, maturing on 2019 (ISIN XS0935803386), for an aggregate nominal amount of EUR 115.900.000, which were issued by Red Eléctrica Financiaciones, S.A.U. and guaranteed by Red Eléctrica Corporación, S.A. and Red Eléctrica de España, S.A.U. and which BNP Paribas has agreed to acquire today, in accordance with the terms and conditions established in the Tender Offer Memorandum dated 10th April 2015 referred to in the Initial Notification (the “**Existing Notes Acquired**”).

LEGAL WARNING

This announcement is neither an offer to sell nor a solicitation of an offer to buy securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful –including, but not limited to, the United States of America, Australia, Canada and Japan-

The securities mentioned herein have not been and will not be registered under the United States Securities Act of 1933 (the "US Securities Act"), as may be amended at any given time, or under any state securities laws, and cannot be offered or sold in the United States of America unless they have been registered in the United States, or unless an exemption exists from the registration requirements established in the US Securities Act, and according to the applicable state securities laws.

The acquisition by BNP Paribas of the Existing Notes Acquired will take place on 22th April 2015 and, once the re-allocation of the Notes has been executed (i.e. on 24th April 2015), they will be redeemed and cancelled. Following such redemption and cancellation, the number of outstanding Notes will be (i) 6.408 Notes of the issuance with a coupon of 3.5%, maturing on 2016 (ISIN XS0545097742) for an aggregate nominal amount of EUR 320.400.000; (ii) 5.994 Notes of the issuance with a coupon of 4.75%, maturing on 2018 (ISIN XS0591586788) for an aggregate nominal amount of EUR 599.400.000 and (iii) 2.841 Notes of the issuance with a coupon of 2.375%, maturing on 2019 (ISIN XS0935803386) for an aggregate nominal amount of EUR 284.100.000.

Yours sincerely,

Signed: Juan Lasala Bernad