Investor Update 2017 2016 – 2020 Value & Resilience









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In October 2015, the European Securities Markets Authority (ESMA) published the Guidelines on Alternative Performance Measures (APM), of mandatory application for the regulated information to be published from 3 July 2016. Information and disclosures related to APM used on the present document are included in Appendix I "Alternative Performance Measures" of the Management Report for the full year 2016.

2016-2020 Value & Resilience



- 1. Company overview and strategy
- 2. Upstream
- 3. Downstream
- 4. Gas Natural Fenosa
- 5. Financing
- 6. 2017 Outlook





Key messages 1Q 2017

Company overview and strategy



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Operational highlights 1Q 2017

Company overview and strategy





Through the value chain and across the globe



Company overview and strategy



2016 - A year of strategic progress

Company overview and strategy





Divestments



Key Metrics

	2015		2016
EBITDA CCS (B∩€)	5.1	-	5.0
Brent price (\$/Bbl)	52.4	•	43.7
HH (\$/MBtu]	2.7	•	2.5
Refining margin Indicator(\$/Bbl)	8.5	•	6.3
Exchange rate (\$/€)	1.11	•	1.11
			8,

2016 to 2020: Value and Resilience

Company overview and strategy



Challenge: a volatile, uncertain and complex environment



Long term value capture

- Keep financial and operating discipline: synergies and efficiencies
- Consolidate and extract the current value of our assets
- Manage portfolio to capture maximum value
- Review of projects with a long-term pay back
- Be ready to diversify/adapt traditional businesses

Delivery on commitments

Company overview and strategy

IMPLEMENTATION



	COMMITMENT	2016 DELIVERY	
Synergies	0.3B€ impact in 2018	In 2016 0.3B€ already achieved New target of 0.4B€	$\checkmark\checkmark$
Efficiencies (Opex & Capex)	0.8B€ i∩ 2016; 1.8B€ i∩ 2018	2016: 1,3B€; 2017 1.8B€	√ √
Capex flexibility	~3.9 B€ average per annum	2016: 3.2B€; 2017 3.6B€	√ √
Portfolio Management	3.1B€ by 2017 6.2B€ by 2020	Already divested 5.1 B€ ^[*]	√ √
Reduce FCF Breakeven	\$40 /Bbl Brent	~\$42/Bbl Brent targeting \$40/Bbl ^[**]	\checkmark
Financial strength	Maintain investment grade	Maintained, targeting BBB stable	~

Ahead of plan

On target

Efficiencies and Synergies Update

Company overview and strategy



	Pre-tax cash savings			
	COMMITMENT	DELIVERY	ESTIMATED	
	// 2016 BUDGET //	// 2016 //	// 2017 //	
Synergies	€0.2 B	€0.3 B	€0.3 B	
Upstream Opex & Capex efficiency	€0.6 B	€0.8 B	€1.2 B	
Downstream profit improvement and efficiency	€0.2 B	€0.3 B	€0.4 B	
Corporation right- sizing	€0.1 B	€0.2 B	€0.2 B	
	€1.1 B	€1.6 B	€2.1 B	

2018 target accelerated into 2017

Resilience in the lower part of the cycle

Company overview and strategy



[*] Includes Talisman Energy Inc. figures since 8th of May 2015. Excludes any 2015 Upstream disposal.



Portfolio management

Company overview and strategy





....Latest transactions



TOTAL DIVESTED 5.1 B€

REPJOL

Self-financed SP 2016-2020 - 40% net cash delivered

Company overview and strategy





(*) Stress price scenario considered: Brent (\$/Bbl) 2016: 40; 2017: 40; 2018: 50; 2019: 50; 2020: 50; HH (\$/MBtu) 2016: 2.6; 2017:2.6; 2018-2019-2020:3.5 Note 1: This figure does not consider non-cash debt movements such as exchange rate effect and other effects



3 core regions in the portfolio

Upstream

REPJOL

North America: **Growth**

Production 2016: ~182 kboepd

Operatorship: ~79%

Gas production (2016): 71%

- Unconventional portfolio
- Operatorship
- Valuable midstream positions

• Latin America: FCF

Production 2016: ~302 kboepd Operatorship: ~20% Gas production (2016): 70%

- Regional scale
- Exploration track record
- Cultural fit



Production 2016: ~98 kboepd

Operatorship: ~37%

Gas production (2016): 77%

- Self-financed growth
- Relationship with governments/NOCs
- High potential exploration blocks

NOTE: Europe, Africa & Brazil: Production 2016 ~ 108 kboepd



2016 Upstream Results

Upstream



RESERVES



(*) Organic RRR

EBITDA^L



PRODUCTION kboepd 690 +23% 559 +57% 600 355 2014 [**] It includes Talisman since the 8th of May of 2015

- PROJECTS
- Ramp-up Cardón IV (Venezuela)
- Ramp-up of Sapinhoá (Brazil)
- First oil of Lapa (Brazil)
- Production restarted in Libya

Assets & Projects

Upstream



"As is" organic portfolio potential of more than 900 kboepd



// Exploration //

Contingent resources

- Unconventional North America
- Brazil: Campos-33, Sagitario
- Russia: Karabashky
- Colombia: CPO9 & Niscota
- Alaska: Colville High
- GOM: Leon and Buckskin
- Indonesia: Sakakemang
- Vietnam: Red Emperor extension
- Kurdistan
- PNG: GAP

Prospective resources

- Brazil: Santos Basin & Espirito Sant
- Colombia: RC11, RC12 & Tayrona
- Unconventional North America
- GOM
- Peru
- Guyana
- Angola
- Romania
- Portugal
- Norway
- Indonesia
- Malaysia
- Vietnam
- PNGBulgaria



Capex optimization

Upstream





Efficiency program: delivering our target



Note: Excluding synergies

* It does not include ~ 200 M€ of one off



Sustainable cash flow generator

Downstream



BARA HIS BARA

Refining

- ~1 million barrels of refining capacity per day.
- Top quartile position among European peers along the cycle.
- 63 % FCC equivalent.
- 5 refineries optimized as a single operation system.



Marketing



- 3,501 service stations in Spain → 70% have a strong link to the company and 29% directly managed .
- One of the leading retail distributors of LPG in the world, ranking first in Spain and is of the leading companies in Portugal.

LPG

 We distribute LPG in bottles, in bulk and AutoGas.

Petrochemicals

All three sites are managed as a single petrochemical hub



- Chemical sites and crackers strategically located to supply Southern Europe and Mediterranean markets.
- Logistic flexibility to enhance competitive feedstock imports at Tarragona and Sines.

Trading and G&P

Trading & Transport: trading and supply of

G&P: transportation, marketing, trading and regasification of liquefied natural gas.

crude oil and products



Objective to generate FCF~ €1.7B per annum (average 2016-2020)



2016 Downstream Results

Downstream



European Integrated Margin of R&M



Source: Company filings.

Peers : Repsol, Cepsa, Eni, Galp, OMV, MOL, Total, PKN Orlen, Hellenic Petroleum, Saras and Neste Oil



M€ 4,000 3,788 3,173 3,400 2,800 2,200 1,600 1.000 400 2015 1Q16 2Q16 3Q16 4Q16 * Cumulative

Integrated Model

- Top quartile position among European peers.
- Fully-invested assets

EBITDA CCS^[*]

2016-2020 Downstream strategy

Downstream

Maximizing value and cash generation leveraged on fully invested assets



European Integrated Margin of R&M



Average investments

Downstream resilience reinforced by the integration of commercial and industrial businesses

Note: Integrated R&M margin calculated as CCS/LIFO-Adjusted operating profit from the R&M segment divided by the total volume of crude processed (excludes petrochemicals business) of a 10-member peer group.

Based on annual reports and Repsol's estimates. Source: Company filings.

Peer group :Repsol, Cepsa, Eni, Galp, OMV, MOL, Total, PKN Orlen, Hellenic Petroleum, Saras and Neste Oil.



Repsol's refining margin indicator

Downstream







Gas Natural Fenosa

Rationale

10% stake sold

€1.9Bn proceeds

20% remaining stake

Liquid investment provides financial optionality



Executed with no discount to market price at 19€/share

→ 8.6% above GNF's unaffected market price of €17.5/share 1

7.8x EV/EBITDA 2016E → above comparable trading multiples **Strong profitability performance** through dividend stream



Strategic stake in a leading gas & power company



Window into role of gas and renewables in energy mix



Financial Strategic Plan 2016-2020

Financing





in line with current company level

Net Debt Evolution

Financing





Targeting FCF Breakeven at \$40/Bbl

Strong liquidity position

Financing





Liquidity covers long term debt maturities beyond 2020 Cash exceeds 1.3x short term maturities

Delivery of Commitments Financing



Divestments	 Piped Gas Business, Offshore Wind, TSP, Tangguh E&P portfolio management: Alaska, Norway
GNF monetization	• Sale of 10% participation in GNF
Dividend	Repsol dividend reductionScrip dividend
Synergies and Efficiencies	 Efficiencies and synergies accelerated
Debt reduction	Debt reduced by €3.8Bn as at December 2016

Maintenance of investment grade is fundamental to our long term strategy



2017 OUTLOOK



Outlook for 2017

2017 Outlook



Our assumptions

	2016	2017B ^[*]		2016	2017B
Brent price (\$/Bbl)	43.7	55.0	Refining Margin (\$/Bbl)	6.3	6.4
HH (\$/MBtu)	2.5	3.2	Exchange rate (\$/€)	1.11	1.05

Guidance

	2016	2017B		2016	2017B
Production (KBoepd)	690	~680	FCF Breakeven (\$/Bbl)	42	~40 (**)
Capex (B∩€)	3.2	~3.6	Net Debt/EBITDA [x]	1.6	1.1
Synergies and Efficiencies (B∩€)	1.6	2.1		1.0	4.4

(*) Budget (**) Long term objective

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