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Company Overview

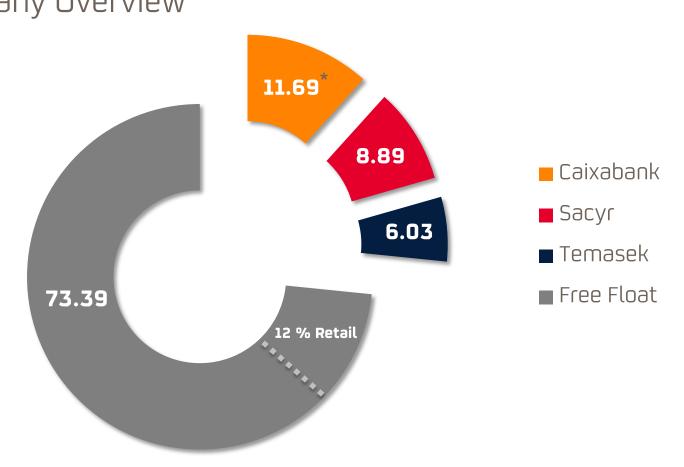


Repsol today





Repsol's ShareholdersCompany Overview



Total number of shares as of April 2015: 1,374.69 million

* On 11th November 2013 CaixaBank launched a €594m 3-year Mandatory Exchangeable Bond into Repsol shares (2.5% of share capital)





Repsol:

A Transformation Story



2012-2016 Key strategic targets

Repsol: A Transformation Story

- Production growth 2011-16⁽¹⁾: > 7%
 CAGR⁽¹⁾
- RRR⁽²⁾ 2011-2016: > 120% (+120% vs. average 2008-2011)
- Upstream average capex: **€2.9bn/vear**^[3]

High growth in Upstream

Financial

strength

Maximize return on capital Downstream

- Strong FCF from the Downstream Business
- Downstream average capex: **€0.7bn/year** (-50% vs. avg. 2008-11)

Maintain investment grade rating

- Divestments & treasury stock: up to €. 4-4.5 bn in 2012-2016⁽⁴⁾
- Self-financed plan generating € 8,1-8,6 bn cash for dividends & debt reduction in base case, resilient to stress scenario

Competitive shareholder compensation

- Dividend 2012-2016: **~1€/share** (scrip option)
- "Repsol Flexible Dividend" program: 64%, 69%, 59%, 63% and 76% acceptance ratio since 2012.
- 1€/share **Special dividend** from 2014 earnings.

^{4.} Targets in 2012. Target more than achieved after LNG disposal. Up to date divestments: 10% of treasury stock [€2.4bn]; LPG Chile & Amodaimi [€0.6bn]; LNG business [€4.4bn] and 10% stake in TPG [219 M\$]

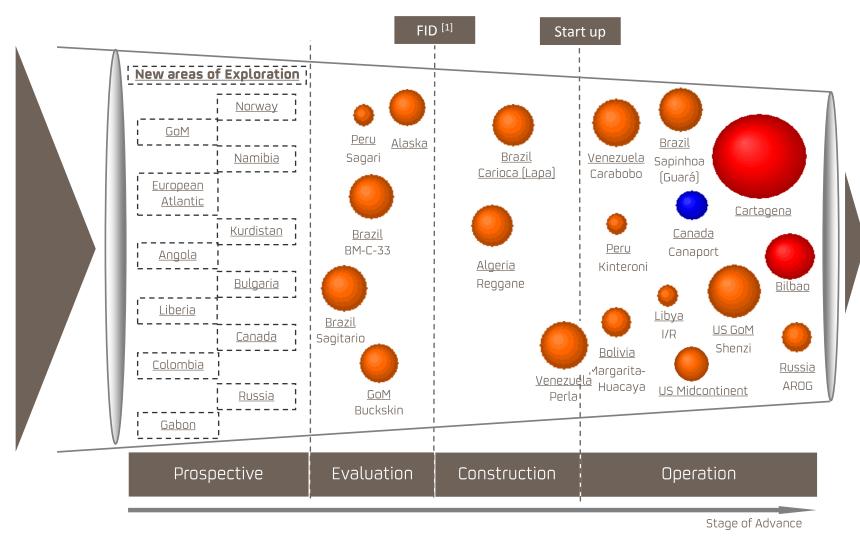


^{1.} Compound annual growth rate. 2. Average Reserve Replacement Ratio 2011-2016. 3. Net Capex. excluding G&G and G&A



Turnaround plan

Repsol: A transformation story



Downstream

GNL



Acquisition of Talisman Energy



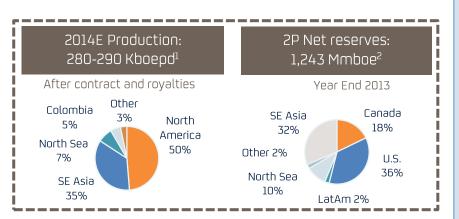
Talisman:



A major Canadian listed upstream company with a globally diversified portfolio

Key facts

- Dual-listed E&P company with core assets in North America, the Asia Pacific region, Colombia and Northern Europe
- Headquartered in Calgary, Alberta, Canada
- Approximately 2,800 highly trained employees in 18 countries
- 1P reserves 838 Mboe, ~65% Developed
- OECD countries: ~65% of 2P Reserves
- R/P: 12 (2P Reserves / run rate production)



Diversified asset portfolio

Americas

- Natural gas and associated liquids long-term growth potential
- Upsides from NGL and gas price
- Legacy asset position in Canada
- Efficient operator in Canada and Marcellus
- Capital intensive unconventionals
- Upside emerging in Colombia (heavy oil)

EMEA

- JV with Sinopec in UK
- Offshore operator in North Sea (UK and Norway), mainly oil production
- Algeria free cash flow

Asia-Pacific

- Legacy asset position
- Large Free Cash Flow
- Sustainable production
- Additional Exploration & Development potential
- Efficient operator
- Good relations with Governments and NOC's



Note: All figures shown gross of royalties and in U.S. dollars, unless otherwise noted, includes equity investments

^{1.} Net production (assuming 2013YE reserve report implied royalty rates of 19% for gas and 20% for liquids) from ongoing operations based on company guidance (350-365 kboepd gross) 2. Net reserves as of December 2013YE adjusted to reflect sale of Montney assets (550 Bcf of 2P reserves, assumes to be 100% gas, 19% royalty)



Transaction Overview



Transaction structure

- Repsol S.A. ("Repsol") to acquire 100% of Talisman Energy Inc. ("Talisman") outstanding common shares
- Structured as Plan of Arrangement

Consideration & Valuation

- US\$8 per share, representing total all-cash consideration of US\$8.3 billion¹
- Total enterprise value of US\$12.9 billion, assuming US\$4.7 billion in Talisman net debt as of September 30th, 2014
- Immediately accretive to operating cash flow per share, EPS neutral for 2016 and accretive from 2017²

Financing

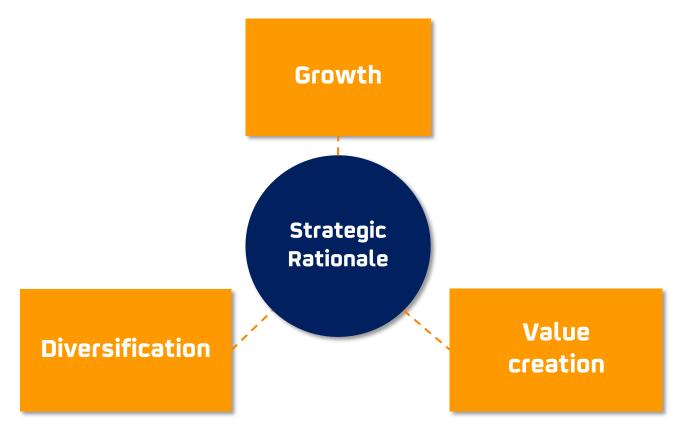
- Liquidity on hand
- Designed to secure the Investment Grade rating
- Maintenance of current competitive dividend

Certainty & timing

- Offer unanimously approved by Repsol and Talisman Boards of Directors
- Subject to the approval of Talisman shareholders
- Subject to customary Governmental regulatory approvals, including Investment Canada, and third party consents
- Closing estimated by mid-year 2015

Strategic Rationale

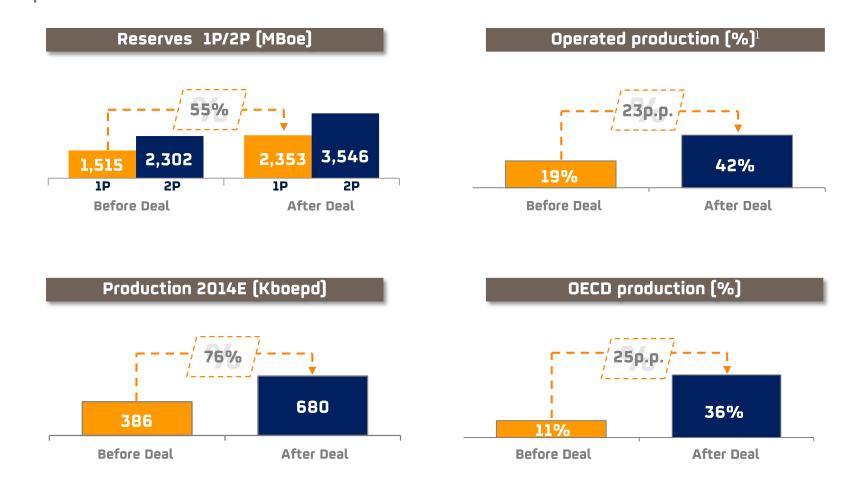




Transformational deal, upgrading Repsol's portfolio and competitive advantage achieving global scale and diversification, greater exposure to Upstream, leading growth platforms and enhanced capabilities to create value

Production, Reserves, Operatorship, OECD production





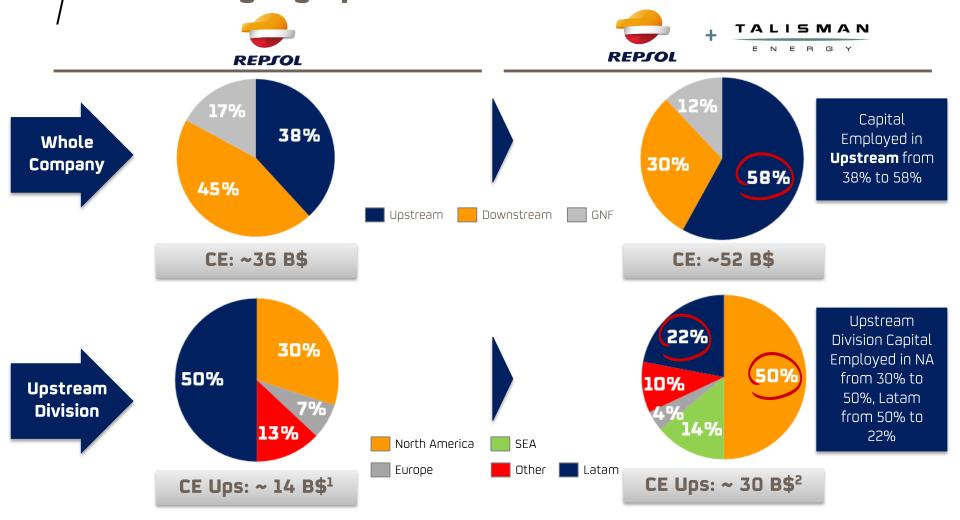
Note: If not specified 2013 data

^{1.} Without Libya

Note: Considering net reserves (after royalties) and net production (after royalties). Asset sales considered

Significant enhancement of Repsol's upstream business geographic diversification





Repsol will have operations in more than 50 countries and more than 27,000 employees



Adds new plays, skills & technology Complementary capabilities







World class explorer



Experienced production operator

Deepwater exploration experience and portfolio



Unconventional experience and portfolio

Broad international portfolio with strong focus on LatAm



Broad international portfolio with strong focus on North America and South East Asia

High growth exploration and development pipeline



Great legacy assets and contingent resources

High impact Upstream G&G capabilities and R&D



Focus on operational capabilities

With this transaction, Repsol gains a significant competitive edge becoming a much stronger and balanced E&P player

Portfolio management: Opportunities to optimize capital allocation



A broader portfolio together with a sound financial position provides a better capacity to create and unlock value through portfolio management, allocating capital to the most valuable projects and assets

Portfolio management criteria:

- Prioritizing CF and Net Income
- Exposure to priority plays where to set platforms for growth
- Increasing sustainability (Reserve Life Ratio)
- Geographic Risk Profile



Talisman transaction would generate synergies of ~220 M U\$/year¹

• Global exploration portfolio management

• Enhanced gas, NGLs and oil marketing and trading in North America Commercial • Growth in N. America gas, NGLs and oil commercial and midstream portfolio size and diversity • Leverage scale in procurement in categories with global or regional markets Capex costs Cost • Best practice sharing in Capex and project management **Synergies** • Optimization and integration of corporate functions **G&A** costs • Integration of regional and country HQ where overlapped • IT expenditure optimization and scale • Application of Repsol exploration technology on new portfolio **Operational Exploration** • Exploration teams integration and best practice transfer **Synergies** effectiveness

© 1. Conservative estimate

A strategic combination to accelerate growth, diversify asset base and drive shareholder value REPSOL





Talisman acquisition consistent with Repsol strategy to strengthen Repsol's upstream business while providing a platform for future growth



Creating Value: IRR above WACC



Creates a truly **globally diversified company** with an asset base in key sought-after regions in North America, Northern Europe, Southeast Asia and Latin America



Gives Repsol access to deeper expertise in unconventional plays, heavy oil, and offshore



Doubles Repsol's operatorships and increases its weight towards OECD



Immediately cash flow accretive and EPS neutral for 2016 and accretive from 2017



Doable opportunity



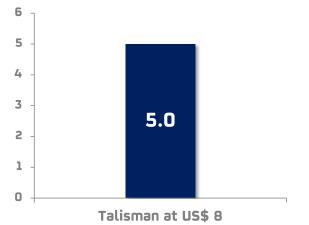
Commitment to maintain competitive dividend

Price and Trading Multiples

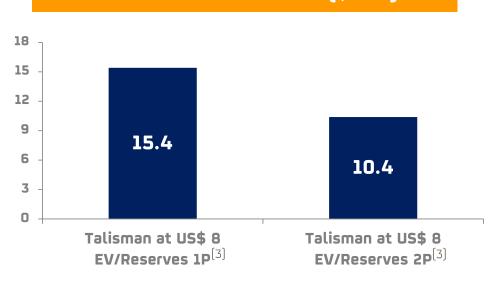


The transaction offers competitive multiples for Repsol, especially considering the long term value of the asset

EV/EBITDA 2015E (x) 1



EV/2013 1P & 2P reserves (\$/boe) ²



Premium of 24% over last 3-month average share price and 14% premium over last 3-month average Enterprise Value⁴

^{1.} Company filings, FactSet, Equity research and Bloomberg. 2. Finding & Development 5-year average cost of the industry is US\$ 24.4/boe.

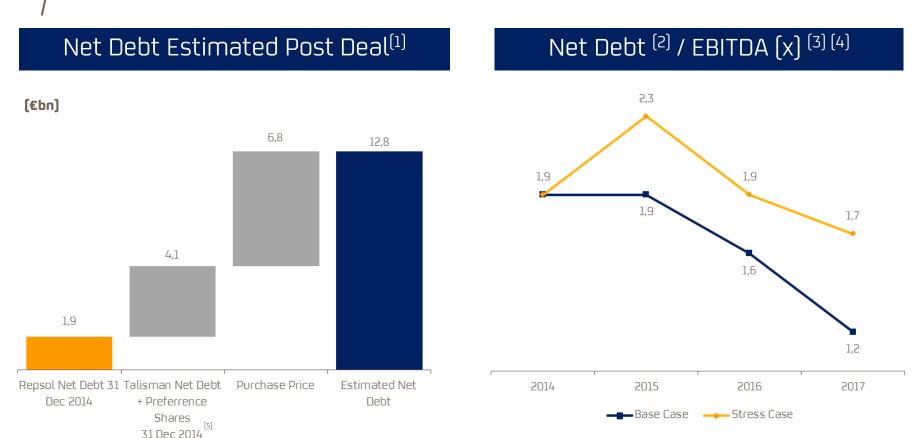
^{3.} According to Sell Side analysts the average resource finding cost of the industry is 5 \$/boe, which compares with 2.9 \$/boe of EV/resources in this transaction (assuming Sell Side estimate of 3.2 Bboe for Talisman's contingent resources)

4. VWAP as of December 11th, 2014

Net debt proforma post Talisman deal



Resilient credit metrics under stress scenarios



Resilient credit metrics under stress scenarios

- 1. Exchange rate of US\$/€ 1.21 as of 31 December 2014
- 2. Net debt 2015-2017 includes: US\$ 1 billion in synergies and US\$ 1 billion in divestments; 50% in 2015 and 50% in 2016. Excludes equity content hybrid
- 3. Joint Ventures' EBITDA included
- 4. Base case: Repsol price deck (2015E 85 US\$/bbl; 2016E 93 US\$/bbl; 2017E 99 US\$/bbl); Stress case: Forward curve first 3 years (2015E 71 US\$/bbl; 2016E 76 US\$/bbl); 2017E 79 US\$/bbl)
- 5. Talisman allowed to pay common dividend of up to US\$0.18 per share between signing and closing. US\$0.0675 per share paid in December 2014.





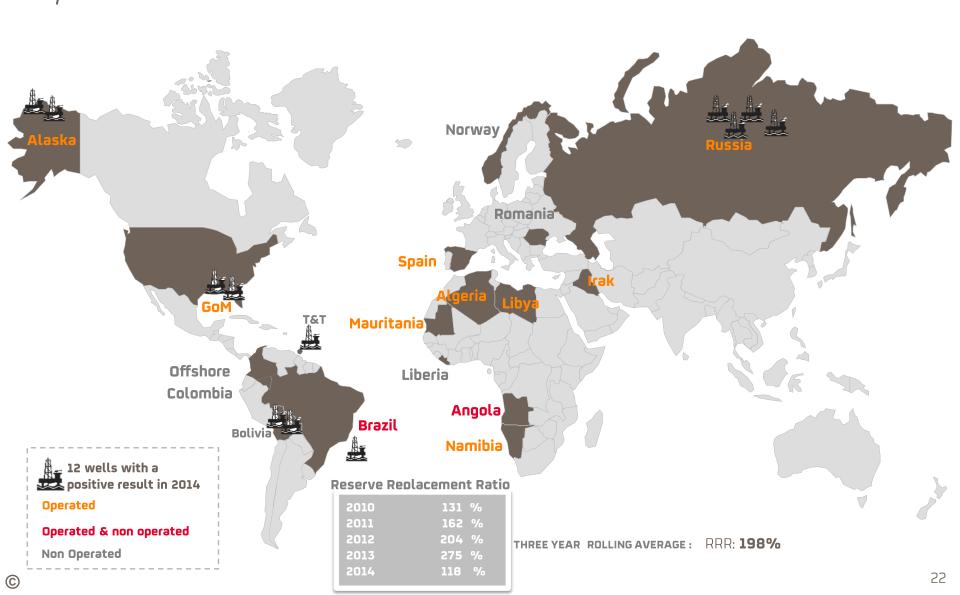
Upstream

Our businesses strategy



Countries with drilling activity during 2014

34 wells finalized in 2014



Setting the basis for the new waves of growth



Focus on Exploration

2015 exploration strategy based on lower risk than in previous years.

Reserve Replacement Ratio

2013

THREE YEAR **ROLLING AVERAGE:** RRR: 198%

RRR^[2]>110-120%

Exploration Capex: 2015 [E] USD 1.2bn/year Including drilling, G&A and G&G 35 % Exploration Capex Reduction

2015 (E) trying to reduce high risk exploration: Only two wells in Angola and one in Norway.

Additions to Proven Reserves: +200/250 Mboe

Contract application and movements of resources to reserves

> Contingent resources/year (risked):

> > +300/350 Mboe

Wells/year: 25-30

75% focused on liquids

2015 (E)

2015 (E):

13 Exploratory wells 8 Appraisals wells

WI prospective resources evaluated/year (unrisked):

+1,500 Mboe

Success ratio:



10 key growth projects in 2012-2016

Delivering Growth

102 Kboed

WI: 37.5%

FID: 2010

FG: 2012

Capex 12-16:

€0.3bn

40 Kboed

WI: 53.8%

FID: 2009

FG: 2012

Capex 12-16:

€0.07bn

370 Kboed

WI: 11%

FO: 2013

Capex 12-16:

€0.7bn

Post 2016: Next wave of growth Low risk of delivery: 7 projects already producing **Exploration** Russia Contingent resources **AROG** — Alaska (Russia) - Campos - 33 (Seat, 50 Kboed WI: 49% Gavea, Pao de Acucar USA - Presalt Albacora FO: 2012 Capex 12-16: - Karabashsky Mid-continent €0.4bn (USA) - Buckskin 20 Kboed(1) — NC200 net production(1) — Sagari FO: 2012 - TIHS-1 Africa & Europe Capex 12-16: - Sagitario - BM-S-50 €2.3bn Reggane (Algeria) _ubina-Montanazo (Spain) Prospective resources Brazil 48 Kboed 5 Kboed - GoM - Leon WI: 29.25% WI: 100-75% Louisiana FID: 2009 FID: 2009 FG: 2017 FO: 2012 - East Canada Capex 12-16: Capex 12-16: 300 Kboed 150 Kboed - Campos, Santos & €0.4bn €0.02bn WI: 15% WI: 15% Espiritu Santo FID: 2010 FID: 2012 FO: 2013 FO: 2016 — Colombia RC11, RC12 & Capex 12-16: Capex 12-16: Tayrona €1.2bn €0.8bn - Guvana — Angola North Latam - Spain and Portugal Cardon IV - Norway offshore Carabobo Margarita-Huacaya Kinteroni (Peru) (Bolivia) (Venezuela) (Venezuela) Peru...

Note: all production figures indicate gross plateau production; WI = Repsol Working Interest; FID = Final Investment Decision; FO: First Oil; FG: First Gas; Net capex 2012© 2016, excluding G&G and G&A. 1. Average Repsol net production post royalties 2. Phase I gross production

53 Kboed(2)

WI: 32.5%

FID: 2011

FG: 2014

Capex 12-16:

€0.5bn



TargetsDelivering Growth

CAGR^[1] > 7%

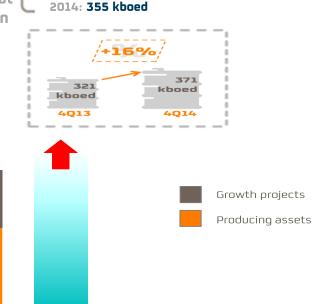
In 2014 average production growth of **2.5%.** With Libya at normal levels, **8%** increase in production.

2011

[kboed]

800

400



2013: 346 kboed

Production 2012-2016 entirely based on current assets + growth projects

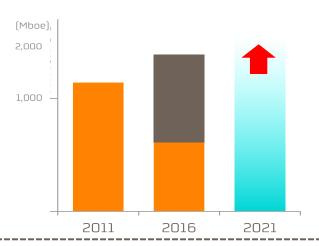
2021

2016

2016 production target not built neither on contingent nor prospective resources from exploration

2012-2016 Reserve Replacement Ratio^[2]

RRR 2014	198%
Reserves 2014	1,539 Mboe
Contingent Resources 2013	2.1 Bn boe
Contingent Resources 2012	2.1 Bn boe



Annual addition of contingent resources through exploration: +300/350 Mboe^[3]

With a notable improvement in reserve replacement, without exhausting contingent resources bank

2. Cumulative contingent resources **3.** Risked resources.

^{1.} Compound annual growth rate. Expecting production growth in 2015 of around 7% excluding Libya. (Excluding the contribution of Libya in both years (2014 & 2015)



Downstream

Our businesses strategy



Improve profitability on operational excellence and efficiency

Maximize return on investment and cash generation

Refining

- Reduce energy costs
 - Fuel consumption & losses down by 6% at 2016
- Reduce CO₂ emissions by 15% at 2016
- Operational excellence program in refineries

Petrochemicals

- Maximize value of integration with refining
- Competitive Plan:
 - O Higher-value applications
 - Efficiency program
- Continue cost reduction program

Marketing

- Maximize value of marketing assets and competitive position
- Optimize retail asset portfolio
- Increase non-oil margins
- Increase international margin from lubricants and specialties

LPG

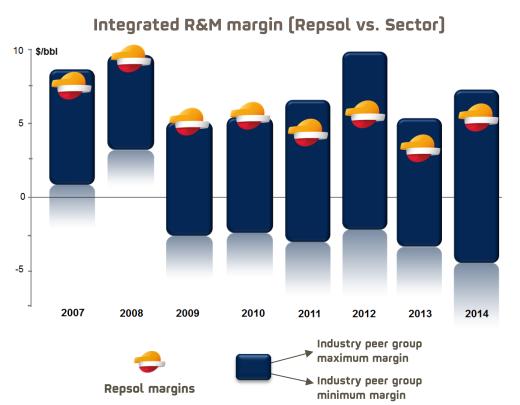
- Adequate production and commercial capacity to market conditions in Spain
- Optimize portfolio



Downstream strategy 2010-2014:

Increased competitiveness of Downstream business

Competitive Downstream business, linked to quality assets and geographical situation



- Presence in a premium market for refining
- Completion of expansion and conversion projects
- Integrated refining portfolio, working as a unique system
- Efficient integration between the refining and marketing businesses



Downstream strategy 2010-2014:

Increased competitiveness of Downstream business

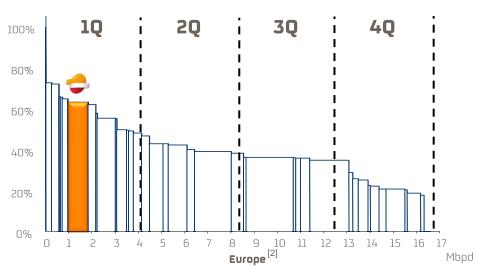
Improved competitiveness of refining assets

— Oil pipeline Repsol Oil pipelines CLH



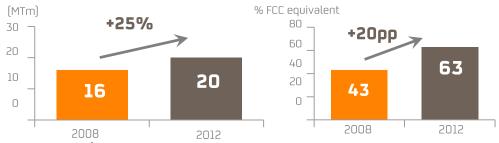
- Increased competitiveness of refining assets
- Top quartile position among European peers along the cycle
- Divested non-core / low return assets (€1.4bn) [1]





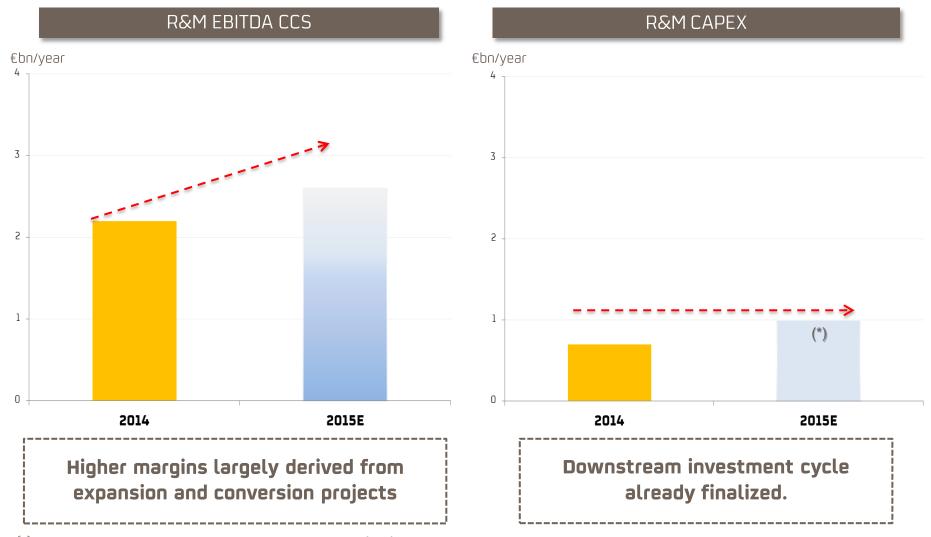
Middle distillates production

Conversion





Maximizing returns from the business and capital discipline



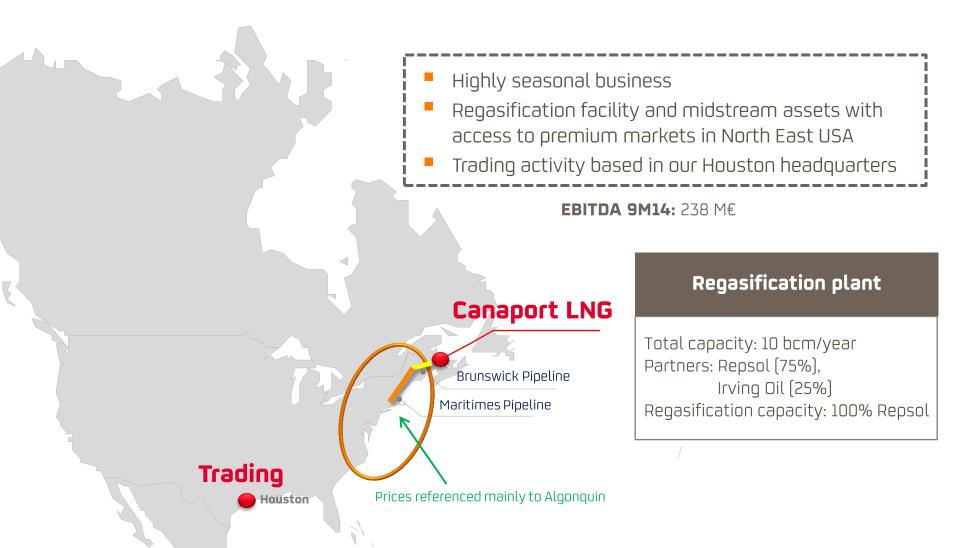
^{(*) 2015} capex figure includes the investments in La Pampilla Refinery (Peru). This subsidiary is fully consolidated in the financial statements although Repsol stake is 51%.

Downstream investments will be applied to maintenance and to our programs to reduce CO2 emissions, increasing profit through energy consumption reduction.



Gas & Power

Access to premium markets in North America



gasNatural fenosa

Gas Natural Fenosa

Our businesses strategy



GAS NATURAL FENOSA

A liquid asset, with growth capabilities and a strong cash flow generator

Strong LatAm footprint, growth and strong cash generation

Leading Utility

An European leading utility company with a strong footprint and growth in Latin America

Dividend Yield

Strong cash stream for Repsol via Dividend

A Good option

A financial investment with strong cash flow generation via dividends, not linked to oil price and with divestment optionality

Recent Developments GNF reached an agreement to purchase CGE. With this acquisition GNF maintains its commitment of a 62% payout ratio in cash

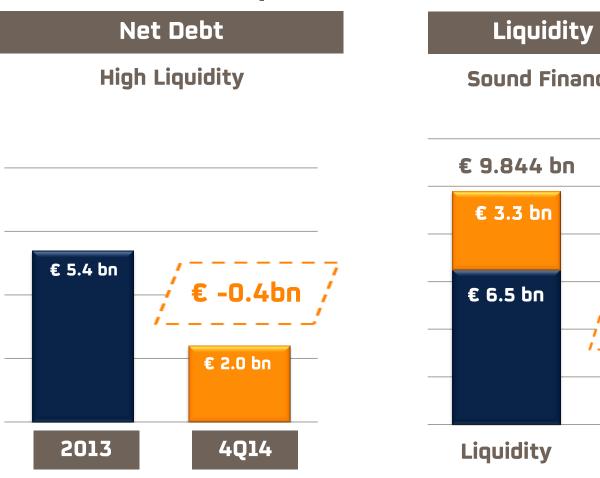


Financial Position

Financial Position



Financial Discipline: self-financed strategic plan



Liquidity Position

Sound Financial Position



Commitments with Investment Grade Hybrid bonds



In order to reinforce Repsol's capital structure and support an investment grade rating Repsol will issue up to €5bn of hybrid bonds^[1], non-dilutive for equity investors, in several tranches:

- > 18th of April, Issuances for a total amount of €2bn
 - A €1bn perpetual subordinated bond (EURO 6-Year Non-Call Perpetual Securities), with an interest rate of 3.875 per cent per annum in the next 6 years.
 - A €1bn 60-years subordinated bond (EURO 10-Year Non-Call Securities Due 2075), with an interest rate of 4.5 per cent per annum in the next 10 years.

Rating Agencies have Confirmed Repsol's Rating following Talisman's Agreement





Baa2 (Negative)

19 December 2014: Affirms rating at Baa2 while changing outlook to "Negative" from "Stable"

"The acquisition of Talisman will accomplish Repsol's goal of growing and rebalancing its upstream portfolio, with benefits for its cash flow, size and scale, and geographic diversification."

Moody's, 19 December 2014

Standard & Poors

BBB- (Stable)

18 December 2014: Affirms rating at BBB- while revising outlook to "Stable" from "Positive" "The acquisition would result in a larger and more diversified business scope, while Repsol retained a "satisfactory" business risk profile assessment overall." [1]

Standard & Poors, 18 December 2014



BBB (Stable)

22 December 2014: Affirms rating at 'BBB' while revising outlook to "Stable" from "Positive" "Post-closing, Repsol will significantly improve its oil and gas production profile with focus on upstream assets in OECD countries...The combined group will have nearly double the daily output...We believe that after the acquisition, Repsol will have the flexibility to maintain leverage ratios within our guideline for the rating."

Fitch, 22 December 2014

Rating Agencies underline benefits from upstream portfolio diversification and Repsol's flexibility to maintain target leverage ratios

1. Title: Research Update: Repsol Outlook Revised To Stable From Positive On Acquisition Of Talisman Energy; 'BBB-/A-3' Ratings Affirmed; Author: Simon Redmond and Christophe Boulier - Publication Date: 18 December 2014 - Published by: Standard & Poor's Financial Services LLC; This material is reproduced with permission of Standard & Poor's Financial Services LLC

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Focus on Rating and Liquidity



Commitment to investment grade rating

- Strong track record of prudent financial policy, with a clear focus to strengthen Repsol's capital structure:
 - Financial actions post YPF expropriation
 - Since December 2013 to FY2014, net debt has been reduced by €3.4bn
- Strongly committed to investment grade rating
 - Long term capital structure for the acquisition of Talisman:
 - Issuance of up to €5bn of hybrid securities
 - €2bn in synergies/divestments

Liquidity above investment needs for Talisman

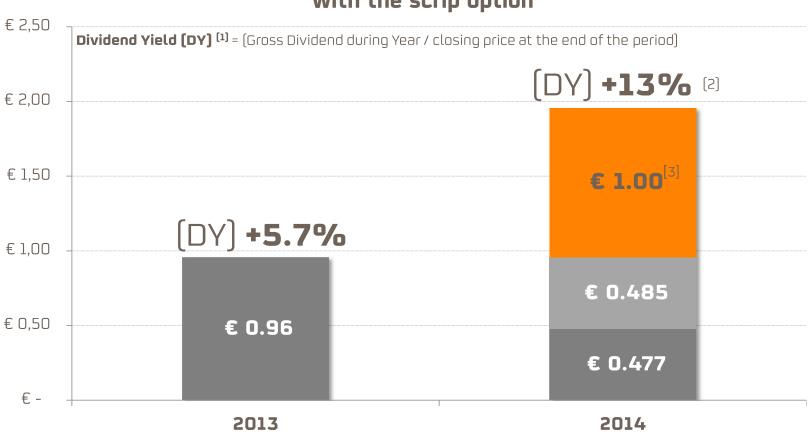
- Liquidity in Repsol standalone exceeds the cash out for the acquisition of Talisman
 - Cash on hand and equivalents of €6.5bn^[1]
 - Available committed long term credit lines of €2.6bn^[1]
 - Additional short-term financial alternatives available if required
- Fully financed plan even under stress scenarios and without capex optimization and divestments
- Sufficient liquidity to cover for both Repsol's and Talisman's needs throughout the next 24 months and without considering the Hybrid proceeds



Repsol in figures

Shareholder remuneration

"2015 maintaining our competitive shareholder remuneration at current levels with the scrip option"



- 1. For the scrip dividend assumes the guaranteed fixed price offered for the free-of-charge allocation rights.
- **2.** Dividend yield calculated with December 31st 2014 closing Price.
- **3.** On May 28th, 2014, The Board of Directors agreed to distribute an extraordinary dividend of one euro per share from 2014 earnings, with payment day on June 6th, 2014.

Note: The Board of Directors proposed to the AGM 2015 to continue with the "Repsol Flexible Dividend" Programme, equivalent to a remuneration of 0.50 euros gross per share, which, if approved, will be paid on the dates on which the final dividend has traditionally been paid.

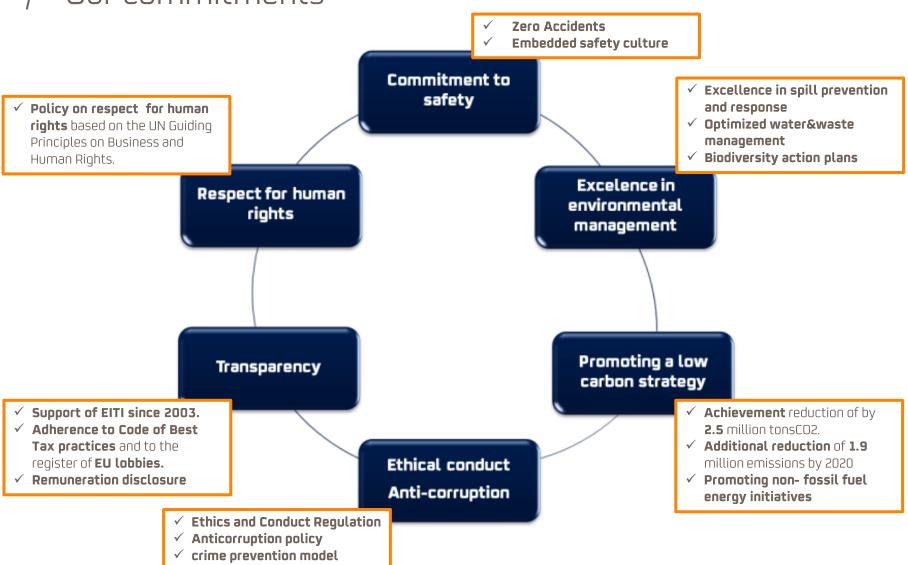






Corporate Responsibility Model

Our commitments





Monitoring and control of the sustainability indexes

The consistency and commitment of our work has led to recognition of the company's firm commitment to continually improving its performance.

Dow Jones
Sustainability Indices
In Collaboration with RobecoSAM ••









Our Company has won recognition for its energy efficiency and carbon management for the third time in the last five years

Climate Disclosure Leadreship Index (CDLI)

	2009	2010	2011	2012	2013
Maximum Energy sector score	88	90	92	98	98
Minimum score for Energy sector companies to be eligible for the CDLI	79	88	90	95	97
Repsol's score	75	88	89	98	98

Our Company has won recognition for its energy efficiency and carbon management for the third time in the last five years





SUMMARY

9

Summary



Repsol has achieved all 2012-2016 strategic goals.

YPF's monetization allows Repsol to inorganically accelerate further growth in the upstream, further diversification in the asset base and further shareholder value.

Positioned for growth

- Upstream as growth engine
- Focus on exploration
- Delivery based on projects in development phase

Diversification

- Balancing our capital employed:
 - More OECD/non-OECD.
 - More Oil vs Gas

Profitability

- Maximize return on investment
- Operational excellence
- Fully invested assets in Downstream

Sound financial position

- Self-financed strategic plan, resilient to stress scenarios
- Commitment to maintain investment grade
- Competitive dividend pay-out



ANNEX

10

Repsol in figures



(Unaudited figures)

Results (€ Million)	4Q 2013	3Q 2014	4Q 2014	% Change 4Q14/4Q13	January - December 2013	January - December 2014	% Change 2014/2013
Upstream	162	185	4	(97.5)	980	589	(39.9)
Downstream	21	190	370		479	1,012	111.3
Gas Natural Fenosa	99	92	67	(32.3)	458	441	(3.7)
Corporate and others	(159)	(52)	(71)	55.3	(574)	(335)	41.6
ADJUSTED NET INCOME	123	415	370	200.8	1,343	1,707	27.1
Inventory effect	(64)	(63)	(489)		(187)	(606)	(223.9)
Non-recurring income	(156)	(32)	(245)	(57.1)	(277)	(86)	69.0
Income from discontinued operations	(995)	(1)	330	-	(684)	597	-
NET INCOME	(1,092)	319	(34)	96.9	195	1,612	-

Note: Repsol Group made the decision in 2014, prompted by the business reality and in order to make its disclosures more comparable with those in the sector, to disclose as a measure of the result of each segment the recurring net operating profit at current cost of supply (CCS) after tax of continuing operations ("Adjusted Net Income"), which excludes both non-recurring net income and the inventory effect.

For more information please refer to section "Basis of preparation of the financial information" of the 4th Quarter 2014 earnings release.



Repsol in figures



Economic data (€ Million)	4Q 2013	3Q 2014	4Q 2014	% Change 4Q14/4Q13	January - December 2013	January - December 2014	% Change 2014/2013
EBITDA	727	1,047	551	(24.2)	3,968	3,800	(4.2)
EBITDA CCS	824	1,150	1,314	59.5	4,251	4,747	11.7
CAPITAL EXPENDITURES	930	961	1,084	16.6	3,042	3,633	19.4
NET DEBT	5,358	1,998	1,935	(63.9)	5,358	1,935	(63.9)
EBITDA / NET DEBT (x)					0.74	2.00	170.1

As of April 8th 2015

MARKET CAPITALIZATION

23,658

Operational data	4Q 2013	3Q 2014	4Q 2014	% Change 4Q14/4Q13	January - December 2013	January - December 2014	% Change 2014/2013
LIQUIDS PRODUCTION (Thousands of bbl/d)	121	141	143	18.1	139	134	(3.3)
GAS PRODUCTION (*) (Millions of scf/d)	1,123	1,261	1,283	14.2	1,162	1,237	6.5
TOTAL PRODUCTION (Thousands of boe/d)	321	366	371	15.7	346	355	2.5
CRUDE OIL REALIZATION PRICE (\$/BbI)	85.6	84.3	61.3	(28.4)	88.7	79.6	(10.3)
GAS REALIZATION PRICE (\$/Thousands scf)	4.1	3.6	3.6	(12.2)	4.0	3.8	(5.0)
DISTILLATION UTILIZATION Spanish Refining (%)	71.7	84.8	80.1	11.7	78.1	80.8	3.5
CONVERSION UTILIZATION Spanish Refining (%)	94.4	106.6	105.5	11.8	98.7	102.4	3.7
REFINING MARGIN INDICATOR IN SPAIN (\$/BbI)	4.1	3.9	5.5	34.1	3.3	4.1	24.2

^(*) $1,000 \text{ Mcf/d} = 28.32 \text{ Mm}^3/\text{d} = 0.178 \text{ Mboe/d}$



