



IBERDROLA FINANZAS, S.A.U.

(Incorporated with limited liability in the Kingdom of Spain)

Euro 30,000,000,000

Guaranteed Euro Medium Term Note Programme

Guaranteed by

IBERDROLA, S.A.

(Incorporated with limited liability in the Kingdom of Spain)

This supplement (the “**Supplement**”) to the Base Prospectus dated 30 May 2024 (the “**Base Prospectus**”) constitutes a supplement pursuant to Article 23(1) of Regulation (EU) 2017/1129 and is prepared in connection with the Euro 30,000,000,000 Guaranteed Euro Medium Term Note Programme (the “**Programme**”) of Iberdrola Finanzas, S.A.U. (the “**Issuer**”), unconditionally and irrevocably guaranteed by Iberdrola, S.A. (“**Iberdrola**”).

Terms defined in the Base Prospectus have the same meaning when used in the Supplement.

The Supplement is supplemental to, and should be read in connection with, the Base Prospectus.

The Issuer and Iberdrola accept responsibility for the information contained in the Supplement (including the information incorporated by reference herein). To the best of the knowledge of the Issuer and Iberdrola (each having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement has been prepared for the purpose of supplementing the sections of the Base Prospectus entitled (i) “*Documents Incorporated by Reference*” to incorporate by reference certain financial information of Iberdrola for the six-month period ended 30 June 2024, (ii) “*Description of Iberdrola, S.A.*” and (iii) “*General Information*”.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy since the publication of the Base Prospectus.

In the event of any inconsistency between any information included in this Supplement and information included in the Base Prospectus, the information included in this Supplement shall prevail.

(I) DOCUMENTS INCORPORATED BY REFERENCE

By virtue of this Supplement, the section entitled “*Documents Incorporated by Reference*” on pages 41 to 48 of the Base Prospectus shall be amended by including (i) a new sub-paragraph s) at the bottom of page 42 and (ii) a new cross-reference table on page 47 of the Base Prospectus as follows:

“s) an English translation of the condensed consolidated interim financial statements and consolidated interim management report of the Guarantor for the six-month period ended 30 June 2024 (“**Iberdrola, S.A. H1 2024 Financials**”) available for viewing on:

[Iberdrola, S.A.and subsidiaries Condensed consolidated interim financial statements and Consolidated interim management report for the six-month period ended 30 June 2024](#)”

<u>“Information incorporated by reference</u>	<u>PDF page number</u>
<i>Iberdrola, S.A.</i>	
<i>Iberdrola, S.A. 2024 H1 Financials</i>	
Auditor’s Limited Review Report	2-4
Consolidated statement of financial position	7-8
Consolidated income statement	9
Consolidated statement of comprehensive income	10
Consolidated statements of changes in equity	11-12
Consolidated statements of cash flows	13
Notes to the Condensed consolidated interim financial statements	14-66
Appendix	67-79
Consolidated interim management report	80-98
Authorisation for issue	99-100”

(II) DESCRIPTION OF IBERDROLA, S.A.

By virtue of this Supplement, the section entitled “*Management Structure*” on pages 164 and 165 of the Base Prospectus and included in the section entitled “*Description of Iberdrola, S.A.*” shall be amended as follows:

“Management Structure

As at the date of this Supplement, the persons responsible for the day-to-day management of Iberdrola and their functions are as follows:

Name	Title	Business address	Principle Activities outside of the Guarantor
Mr. José Ignacio Sánchez Galán ⁽¹⁾	Chairman	Bilbao, Plaza Euskadi 5	N/A
Mr. Armando Martínez Martínez	Chief Executive Officer	Bilbao, Plaza Euskadi 5	N/A
Mr. José Sainz Armada	Finance, Control and Corporate Development (CFO)	Bilbao, Plaza Euskadi 5	N/A
Mr. Santiago Martínez Garrido	General Secretary and Secretary of the Board of Directors	Bilbao, Plaza Euskadi 5	N/A
Ms. Sonsoles Rubio Reinoso ⁽²⁾	Internal Audit Director	Bilbao, Plaza Euskadi 5	N/A
Ms. María Dolores Herrera Pereda ⁽³⁾	Director of Compliance	Bilbao, Plaza Euskadi 5	N/A

(1) Reporting to the Board of Directors.

(2) Functional dependence of the Audit and Risk Supervision Committee.

(3) Dependence of the Sustainable Development Commission.

In accordance with the Group’s new governance structure, as at 31 December 2023, five members (mainly from the business divisions) were responsible for support, advisory and staffing functions:

Name	Title	Business address	Principle Activities outside of the Guarantor
Mr. Agustín Delgado Martín	Innovation, Sustainability and Quality	Bilbao, Plaza Euskadi 5	N/A
Mr. Asís Canales Abaitua	People and Services	Bilbao, Plaza Euskadi 5	N/A

Name	Title	Business address	Principle Activities outside of the Guarantor
Mr. Xavier Viteri Solaun	Renewables	Bilbao, Plaza Euskadi 5	N/A
Ms. Ana Lafuente González	Networks	Bilbao, Plaza Euskadi 5	N/A
Mr. Aitor Moso Raigoso	Retail	Bilbao, Plaza Euskadi 5	N/A

As of the date of this Supplement, the Group believes there are no potential conflicts of interest between any duties owed by the persons responsible for the day-to-day management of Iberdrola to Iberdrola and their respective private interests and/or other duties.”

(III) GENERAL INFORMATION

By virtue of this Supplement, paragraph 6 of the section entitled “*General Information*” on page 221 of the Base Prospectus shall be amended as follows:

- “6. Since 31 December 2023, there has been no material adverse change in the prospects of Iberdrola or the Group nor, since 30 June 2024, has there been any significant change in the financial position or financial performance of the Guarantor or the Group.”