

**THIS ANNOUNCEMENT RELATES TO THE DISCLOSURE OF INFORMATION THAT QUALIFIED OR MAY HAVE QUALIFIED AS INSIDE INFORMATION WITHIN THE MEANING OF ARTICLE 7(1) OF THE MARKET ABUSE REGULATION (EU) 596/2014.**

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS (INCLUDING, BUT NOT LIMITED TO, PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OF AMERICA OR THE DISTRICT OF COLUMBIA (THE UNITED STATES) OR INTO ANY OTHER JURISDICTION OR TO ANY OTHER PERSON WHERE OR TO WHOM IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT.**

**Gas Networks Ireland announces final results of tender offer for its €500,000,000 1.375 per cent. Notes due 5 December 2026**

*11 September 2024.* Gas Networks Ireland (the **Offeror**) announces the final results of its invitation to holders of the outstanding €500,000,000 1.375 per cent. Notes due 5 December 2026 (ISIN: XS1529684695) (the **Notes**), issued by the Offeror, to tender their Notes for purchase by the Offeror for cash subject to the satisfaction or waiver of the New Financing Condition and the other conditions described in the Tender Offer Memorandum (as defined below) (such invitation, the **Offer**). The Offeror announced the indicative results of the Offer earlier today.

The Offer was announced on 3 September 2024 and was made on the terms and subject to the conditions contained in the tender offer memorandum dated 3 September 2024 (the **Tender Offer Memorandum**) prepared by the Offeror.

Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

The Expiration Deadline for the Offer was 4.00 p.m. (London time) on 10 September 2024.

As at the Expiration Deadline, €164,011,000 in aggregate nominal amount of Notes were validly tendered for purchase pursuant to the Offer.

The Offeror hereby informs Noteholders that it has decided to set the Final Acceptance Amount, subject to the satisfaction or waiver of the New Financing Condition on or prior to the Settlement Date, at €164,011,000 in aggregate nominal amount of Notes.

Pricing for the Offer took place at or around 11.00 a.m. (London time) today. A summary of the final pricing for, and results of, the Offer is set out below:

<b>Final Acceptance Amount</b>	<b>Scaling Factor</b>	<b>Interpolated Mid-Swap Rate</b>	<b>Purchase Yield</b>	<b>Purchase Price</b>	<b>Accrued Interest</b>
€164,011,000	Not Applicable (all valid tenders of Notes accepted in full)	2.406 per cent.	2.656 per cent.	97.262 per cent.	1.06318 per cent.

Subject to the satisfaction or waiver of the New Financing Condition on or prior to such date, the Settlement Date in respect of the Notes accepted for purchase pursuant to the Offer is expected to be 13 September 2024.

Notes repurchased by the Offeror pursuant to the Offer will be immediately cancelled and will not be reissued or re-sold. Notes that are not successfully tendered for purchase pursuant to the Offer will remain outstanding.

Following the Settlement Date, €335,989,000 in aggregate nominal amount of the Notes will remain outstanding.

The Offer has now expired and no further Notes can be tendered for purchase.

*The Dealer Managers*

**Barclays Bank Ireland PLC**

One Molesworth Street  
Dublin 2  
D02 RF29  
Ireland

Telephone: + 44 20 3134 8515

Email: [eu.lm@barclays.com](mailto:eu.lm@barclays.com)

Attention: Liability Management Group

**BNP Paribas**

16, boulevard des Italiens  
75009 Paris  
France

Telephone: +33 1 87 74 64 33 / +44 20 7595 8861

Email: [liability.management@bnpparibas.com](mailto:liability.management@bnpparibas.com)

Attention: Liability Management Group

**NatWest Markets Plc**

250 Bishopsgate  
London EC2M 4AA  
United Kingdom

Telephone: +44 20 7678 5222

Email: [liabilitymanagement@natwestmarkets.com](mailto:liabilitymanagement@natwestmarkets.com)

Attention: Liability Management

*The Tender Agent*

**Kroll Issuer Services Limited**

The Shard  
32 London Bridge Street  
London SE1 9SG  
United Kingdom

Telephone: +44 20 7704 0880

Email: [gasnetworks@is.kroll.com](mailto:gasnetworks@is.kroll.com)

Attention: David Shilson

Website: <https://deals.is.kroll.com/gasnetworks>

This announcement is released by the Offeror and contains information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 (**MAR**), encompassing information relating to the Offer described above. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Ronan Galwey, Chief Financial Officer of the Offeror on 11 September 2024 at approximately 12.00 p.m. (London time).

LEI Number: 54930043FTE0M50CGG56

**DISCLAIMER** This announcement must be read in conjunction with the Tender Offer Memorandum. No offers or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the Offeror, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.