



## Sempra Completes Sale of Non-Controlling Interest in Sempra Infrastructure Partners

June 1, 2022

- Closing sale of 10% non-controlling equity interest in Sempra Infrastructure Partners to subsidiary of Abu Dhabi Investment Authority for \$1.73 billion
- Generating additional capital to fund record \$36 billion capital plan

SAN DIEGO, June 1, 2022 /PRNewswire/ -- [Sempra](#) (NYSE: SRE) (BMV: SRE) today announced that it has completed the sale of a 10% non-controlling interest in Sempra Infrastructure Partners (Sempra Infrastructure) for \$1.73 billion in cash to a subsidiary of Abu Dhabi Investment Authority (ADIA). The transaction, previously announced in December 2021, implies an enterprise value for Sempra Infrastructure of \$25.9 billion, including its proportionate ownership share of net debt of approximately \$8.6 billion.

### Sempra Completes Sale of 10% Non-Controlling Interest in Sempra Infrastructure Partners

The infographic is set against a blue background. On the left, a white box contains a quote from Jeffrey W. Martin, Chairman and CEO, about the transaction's significance. To the right, a pyramid diagram for Sempra Infrastructure is divided into three sections: 'CLEAN POWER' (top, green), 'LNG AND NET-ZERO SOLUTIONS' (middle, blue), and 'ENERGY NETWORKS' (bottom, dark blue). Below the pyramid, text describes it as an 'Integrated growth platform dedicated to supporting the global energy transition'. At the bottom, three colored boxes (purple, green, and purple) display '10% Equity Interest' (with a city skyline image), '\$1.73B Cash Proceeds', and '\$25.9B Enterprise Value'.

ADIA's 10% equity interest will be represented by 10% of the outstanding Class A Units of Sempra Infrastructure Partners and does not take into account certain non-voting "Sole Share" interests held by Sempra.

\*Enterprise value is defined as the measure of a company's total value and includes the market capitalization and net debt, which represents short term and long term debt less cash. The implied enterprise value of \$25.9 billion is calculated by dividing the purchase price of \$1.73 billion by the equity interest of 10% to get to a total equity value of \$17.3 billion, plus proportionate ownership share of net debt of approximately \$8.6 billion.



With the closing of the referenced transaction, Sempra now owns a 70% controlling stake in Sempra Infrastructure, and KKR and ADIA own a 20% and 10% non-controlling interest, respectively.

"The completion of this transaction marks an exciting milestone for Sempra Infrastructure as we work to advance energy security and provide lower-carbon and net-zero energy solutions to customers in North America and around the world," said Jeffrey W. Martin, chairman and chief executive officer of Sempra. "Also, with growing recognition of America's role in supporting the stability of energy markets in Europe and Asia, this transaction sends a clear signal about the value and expected growth prospects of our infrastructure platform."

Sempra Infrastructure is currently developing multiple world-class projects in North America, including liquefied natural gas (LNG) export projects that are uniquely positioned to serve customers in both the Pacific and Atlantic markets, as well as new opportunities in renewable energy, carbon capture and sequestration, hydrogen and ammonia. Leveraging the strength of an investment-grade balance sheet, the company is focused on making critical new investments that expand energy networks in the U.S. and Mexico to support improved energy and climate security.

Khadem AlRemeithi, executive director of the Infrastructure Department at ADIA, said, "Sempra Infrastructure is playing an important role in modernizing energy networks and facilitating the energy transition. Since announcing our investment, our strategic partnership with Sempra and KKR has continued to strengthen, and we look forward to supporting Sempra Infrastructure as it expands its leading position in the energy transition."

The completed transaction provides for ADIA to have certain customary minority rights with respect to Sempra Infrastructure commensurate with the size of its investment.

## About Sempra

Sempra's mission is to be North America's premier energy infrastructure company. The Sempra family of companies have 20,000 talented employees who deliver energy with purpose to nearly 40 million consumers. With more than \$72 billion in total assets at the end of 2021, the San Diego-based company is the owner of one of the largest energy networks in North America helping some of the world's leading economies move to cleaner sources of energy. The company is helping to advance the global energy transition through electrification and decarbonization in the markets it serves, including California, Texas, Mexico and the LNG export market. Sempra is consistently recognized as a leader in sustainable business practices and for its long-standing commitment to building a high-performing culture focused on safety, workforce development and training, and diversity and inclusion. Sempra is the only North American utility sector company included on the Dow Jones Sustainability World Index and was also named one of the "World's Most Admired Companies" for 2022 by Fortune Magazine. For additional information about Sempra, please visit Sempra's website at [sempra.com](http://sempra.com) and on Twitter [@Sempra](https://twitter.com/Sempra).

*This press release contains statements that constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on assumptions with respect to the future, involve risks and uncertainties, and are not guarantees. Future results may differ materially from those expressed in any forward-looking statements. These forward-looking statements represent our estimates and assumptions only as of the date of this press release. We assume no obligation to update or revise any forward-looking statement as a result of new information, future events or other factors.*

*In this press release, forward-looking statements can be identified by words such as "believes," "expects," "intends," "anticipates," "plans," "estimates," "projects," "forecasts," "should," "could," "would," "will," "confident," "may," "can," "potential," "possible," "proposed," "in process," "under construction," "in development," "opportunity," "target," "outlook," "maintain," "continue," "goal," "aim," "commit," or similar expressions, or when we discuss our guidance, priorities, strategy, goals, vision, mission, opportunities, projections, intentions or expectations.*

*Factors, among others, that could cause actual results and events to differ materially from those described in any forward-looking statements include risks and uncertainties relating to: California wildfires, including the risks that we may be found liable for damages regardless of fault and that we may not be able to recover all or a substantial portion of costs from insurance, the wildfire fund established by California Assembly Bill 1054, in rates from customers or a combination thereof; decisions, investigations, regulations, issuances or revocations of permits and other authorizations, renewals of franchises, and other actions by (i) the California Public Utilities Commission (CPUC), Comisión Reguladora de Energía, U.S. Department of Energy, U.S. Federal Energy Regulatory Commission, Public Utility Commission of Texas, and other regulatory and governmental bodies and (ii) states, counties, cities and other jurisdictions in the U.S., Mexico and other countries in which we do business; the success of business development efforts, construction projects and acquisitions and divestitures, including risks in (i) the ability to make a final investment decision, (ii) completing construction projects or other transactions on schedule and budget, (iii) the ability to realize anticipated benefits from any of these efforts if completed, and (iv) obtaining the consent or approval of partners or other third parties, including governmental entities and regulatory bodies; the resolution of civil and criminal litigation, regulatory inquiries, investigations and proceedings, arbitrations, and property disputes, including those related to the natural gas leak at Southern California Gas Company's (SoCalGas) Aliso Canyon natural gas storage facility; changes to laws, including changes to certain of Mexico's laws and rules that impact energy supplier permitting, energy contract rates, the electricity industry generally and the ability to import, export, transport and store hydrocarbons; cybersecurity threats, including by state and state-sponsored actors, to the energy grid, storage and pipeline infrastructure, information and systems used to operate our businesses, and confidentiality of our proprietary information and personal information of our customers and employees, including ransomware attacks on our systems and the systems of third-party vendors and other parties with which we conduct business, all of which have become more pronounced due to recent geopolitical events and other uncertainties, such as the war in Ukraine; failure of foreign governments and state-owned entities to honor their contracts and commitments; actions by credit rating agencies to downgrade our credit ratings or to place those ratings on negative outlook and our ability to borrow on favorable terms and meet our debt service obligations; the impact of energy and climate policies, legislation, rulemaking and disclosures, as well as related goals set and actions taken by companies in our industry, including actions to reduce or eliminate reliance on natural gas generally and any deterioration of or increased uncertainty in the political or regulatory environment for California natural gas distribution companies and the risk of nonrecovery for stranded assets; the pace of the development and adoption of new technologies in the energy sector, including those designed to support governmental and private party energy and climate goals, and our ability to timely and economically incorporate them into our business; weather, natural disasters, pandemics, accidents, equipment failures, explosions, acts of terrorism, information system outages or other events that disrupt our operations, damage our facilities and systems, cause the release of harmful materials, cause fires or subject us to liability for property damage or personal injuries, fines and penalties, some of which may not be covered by insurance, may be disputed by insurers or may otherwise not be recoverable through regulatory mechanisms or may impact our ability to obtain satisfactory levels of affordable insurance; the availability of electric power and natural gas and natural gas storage capacity, including disruptions caused by failures in the transmission grid or limitations on the withdrawal of natural gas from storage facilities; the impact of the COVID-19 pandemic, including potential vaccination mandates, on capital projects, regulatory approvals and the execution of our operations; the impact at San Diego Gas & Electric Company (SDG&E) on competitive customer rates and reliability due to the growth in distributed and local power generation, including from departing retail load resulting from customers transferring to Community Choice Aggregation and Direct Access, and the risk of nonrecovery for stranded assets and contractual obligations; Oncor Electric Delivery Company LLC's (Oncor) ability to eliminate or reduce its quarterly dividends due to regulatory and governance requirements and commitments, including by actions of Oncor's independent directors or a minority member director; volatility in foreign currency exchange, inflation and interest rates and commodity prices, including inflationary pressures in the U.S., and our ability to effectively hedge these risks and with respect to inflation and interest rates, the impact on SDG&E's and SoCalGas' cost of capital and the affordability of customer rates; changes in tax and trade policies, laws and regulations, including tariffs, revisions to international trade agreements and sanctions, such as those that have been imposed and that may be imposed in the future in connection with the war in Ukraine, which may increase our costs, reduce our competitiveness, impact our ability to do business with certain current or potential counterparties, or impair our ability to resolve trade disputes; and other uncertainties, some of which may be difficult to predict and are beyond our control.*

*These risks and uncertainties are further discussed in the reports that Sempra has filed with the U.S. Securities and Exchange Commission (SEC). These reports are available through the EDGAR system free-of-charge on the SEC's website, [www.sec.gov](http://www.sec.gov), and on Sempra's website, [www.sempra.com](http://www.sempra.com). Investors should not rely unduly on any forward-looking statements.*

*Sempra Infrastructure, Sempra Texas, Sempra Texas Utilities, Oncor and Infraestructura Energética Nova, S.A.P.I. de C.V. (IEnova) are not the same companies as the California utilities, SDG&E or SoCalGas, and Sempra Infrastructure, Sempra Texas, Sempra Texas Utilities, Oncor and IEnova are not regulated by the CPUC.*



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