

Unaudited Interim Consolidated Financial Statements Vier Gas Transport GmbH as of 30 June 2020

August 2020



Key Messages

Result of Operations 1st Half 2020

- EBITDA per Q2 2020 at €288m in the range of last year (€283m)
 - Transport and service revenues above prior year's level
 - Expenses above prior year due to higher cost of materials
- CAPEX at €144m significantly above prior year (€91m)
 - High CAPEX level due to requirements of NDP¹; ZEELINK project on schedule
 - Approx. 70% of Group CAPEX related to grid development
- €750m Bond tranche successfully repaid in June 2020

Outlook Full Year 2020

EBITDA Outlook 2020 slightly improved to: €490-550m (prior Outlook: €480-540m)

2

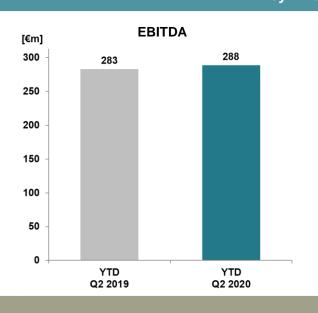
- CAPEX Outlook 2020 adjusted to: €390-450m (prior Outlook: €350-450m)
- Covid-19: Security of supply ensured, no substantial impact expected

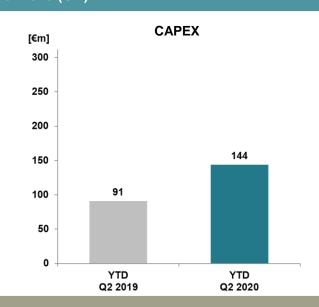
¹ NDP = Network Development Plan



EBITDA of VGT Group per Q2 2020 at Last Year's Level







Comments

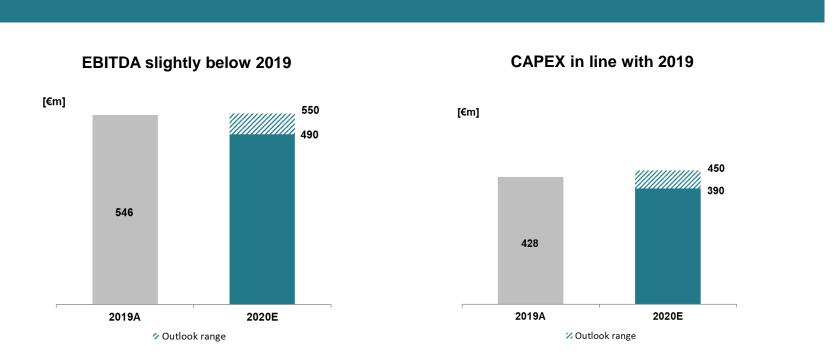
- Transport revenues above prior year level
 - Higher tariffs & volumes
- Expenses above prior year
 - Higher cost of materials, partly related to higher service revenues
 - Higher pension service costs

- CAPEX significantly above prior year, due to NDP projects
- In line with management expectations
- ZEELINK as main project of the NDP on track

¹ IFRS Condensed Interim Consolidated Financial Statements of Vier Gas Transport GmbH as of 30 June 2020. Aggregated figures may contain rounding differences.



EBITDA & CAPEX Outlook 2020



- EBITDA Outlook 2020 slightly improved
- CAPEX Outlook 2020 adjusted based on updated view on COVID-19 implications
- No significant negative impact from COVID-19 expected



VGT Group Income Statement

1st Half of 2020 (€m)¹

Income Statement							
[€m]	YTD Q2 2020	YTD Q2 2019	Δ				
Transport & related revenues	507	485	+22				
Other revenues	57	53	+4				
Total revenues	564	538	+25				
Other income	17	23	-6				
Cost of materials	-165	-148	-17				
Personnel costs	-89	-84	-5				
Other expenses	-39	-47	+8				
Equity income	0	0	-0				
EBITDA	288	283	+6				
Depreciation	-90	-82	-9				
EBIT	198	201	-3				
Interest result	-39	-37	-2				
Current taxes	-37	-50	+12				
Deferred taxes	-11	3	-14				
Net Income	111	117	-6				

¹ IFRS Condensed Interim Consolidated Financial Statements of Vier Gas Transport GmbH as of 30 June 2020. Aggregated figures may contain rounding differences.



VGT Group Balance Sheet

1st Half of 2020 (€m)¹

		E	Balanc	e Sheet			
[€m] A	ssets			Equity and Liabilities			
	Q2 2020 (Q4 2019	Δ		Q2 2020	Q4 2019	Δ
Non-current assets				Equity			
Intangible assets	61	68	-7	Subscribed capital	0	0	+0
Goodwill	840	840	+0	Additional paid-in capital	926	926	+0
Property, plant and equipment	3,990	3,940	+50	Retained earnings	271	268	+3
Financial assets	101	101	+0	Accumulated OCI	0	0	+0
at equity method	63	66	-3	Total equity	1,197	1,193	+3
other financial assets	38	35	+3				
Deferred tax assets	33	33	+0	Non-current liabilities			
Non-current receivables	84	84	-0	Provisions for pensions & similar oblig.	204	179	+25
Total non-current assets	5,108	5,066	+43	Other provisions	99	93	+6
				Financial liabilities	3,221	3,143	+78
Current assets				Other non-current liabilities	92	92	+0
Inventories	27	32	-5	Deferred tax liabilities	480	468	+11
Trade receivables	21	19	+2	Total non-current liabilities	4,096	3,975	+120
Receivables from tax creditors	9	19	-10				
Other receivables	47	78	-31	Current liabilities			
Liquid funds	294	1,011	-717	Other provisions	25	44	-19
Total current assets	397	1,159	-762	Financial liabilities	58	872	-814
				Trade payables	31	32	-1
				Income tax liabilities	0	0	+0
				Other liabilities	99	109	-6
				Total current liabilities	213	1,056	-843
Total	5,506	6,225	-719	Total	5,506	6,225	-719



VGT Group Cash Flow Statement

1st Half of 2020 (€m)1

Cash Flow Statement			
[€m]	YTD Q2 2020	YTD Q2 2019	Δ
Net Income	111	117	- 6
Operating Cash Flow	276	233	+ 42
Investing Cash Flow	365	-114	+ 479
Free Cash Flow	640	119	+ 521
Financing Cash Flow	-897	-121	- 777
Changes in cash and cash equivalents	-257	-1	- 256
Cash and cash equivalents beginning of period (01.01.) Cash and cash equivalents end of period (30.06.)	530 273	334 333	+ 196 - 60

¹ IFRS Condensed Interim Consolidated Financial Statements of Vier Gas Transport GmbH as of 30 June 2020. Aggregated figures may contain rounding differences.



Treasury Contacts & Ongoing Investor Engagement





Axel Berndt
Head of Finance, Accounting & Tax

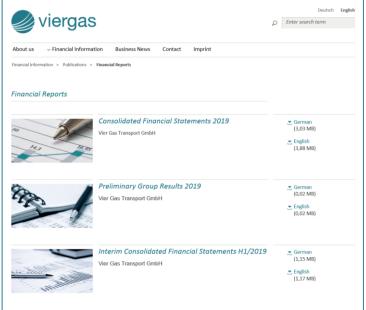


Sebastian Brauer

Head of Corporate Finance & Treasury

Viergas Website





Email Phone Website
info@viergas.de +49 201 384 58 740 www.viergas.de



Disclaimer I

- THIS PRESENTATION AND ITS CONTENTS ARE CONFIDENTIAL AND ARE NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO OR FROM THE UNITED STATES OF AMERICA, CANADA, AUSTRALIA, JAPAN OR ANY JURISDICTION WHERE SUCH DISTRIBUTION IS UNLAWFUL.
- This presentation ("Presentation") was prepared exclusively by Vier Gas Transport GmbH ("VGT") and Open Grid Europe GmbH ("OGE" and, together with VGT, the "Companies"). It includes financial information taken from the condensed interim consolidated financial statements of Vier Gas for the period 1 January to 30 June 2020. These condensed interim consolidated financial statements have not been audited. They have been prepared with due regard to the accounting policies and principles applied in the audited consolidated financial statements of Vier Gas for the period ending 31 December 2019 unless indicated otherwise which can be found on our website www.viergas.de for a more comprehensive view. The Presentation is only for informational purposes and has not been independently verified and no representation or warranty, express or implied, is made or given by or on behalf of the Companies.
- Nothing in this Presentation is, or should be relied upon as, a promise or representation as to the future. This Presentation is for discussion purposes only and is incomplete without reference to, and should be viewed solely in conjunction with, the oral briefing provided by the Companies. Neither this Presentation nor any of its contents may be disclosed or used for any other purpose without the prior written consent of the Companies.
- This Presentation does not constitute or form part of, and should not be construed as, an offer or invitation or inducement to subscribe for, underwrite or otherwise acquire, any securities of the Companies, nor should it or any part of it form the basis of, or be relied on in connection with, any contract to purchase or subscribe for any securities of the Companies, nor shall it or any part of it form the basis of, or be relied on in connection with, any contract or commitment whatsoever. This Presentation is not an advertisement and not a prospectus for the purposes of the Prospectus Directive (as defined below). Any offer of securities of the Companies will be made by means of a prospectus or offering memorandum that will contain detailed information about the Companies and its management as well as risk factors and financial statements. Any person considering the purchase of any securities of the Companies must inform itself independently based solely on such prospectus or offering memorandum (including any supplement thereto). This Presentation is being made available to you solely for your information and background and is not to be used as a basis for an investment decision in securities of the Companies.



Disclaimer II

Certain statements in this Presentation are forward-looking statements. These statements may be identified by words such as "expectation", "belief', "estimate", "plan", "target" or "forecast" and similar expressions, or by their context. By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial consequences of the plans and events described herein. Actual results may differ from those set forth in the forward-looking statements as a result of various factors (including, but not limited to, future global economic conditions, changed market conditions affecting the industry, intense competition in the markets in which the Companies operate, costs of compliance with applicable laws, regulations and standards, diverse political, legal, economic and other conditions affecting the Companies' markets, and other factors beyond the control of the Companies). Neither VGT, OGE nor any of their respective directors, officers, employees, advisors, or any other person is under any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. You should not place undue reliance on forward-looking statements, which speak of the date of this Presentation. Statements contained in this Presentation regarding past trends or events should not be taken as a representation that such trends or events will continue in the future. No obligation is assumed to update any forward-looking statements.



Disclaimer III

- This document contains certain financial measures (including forward-looking measures) that are not calculated in accordance with IFRS and are therefore considered "non-IFRS financial measures". Such non-IFRS financial measures used by the Companies are presented to enhance an understanding of the Companies' results of operations, financial position or cash flows calculated in accordance with IFRS, but not to replace such financial information. A number of these non-IFRS financial measures are also commonly used by securities analysts, credit rating agencies and investors to evaluate and compare the periodic and future operating performance and value of other companies with which the Companies compete. These non-IFRS financial measures should not be considered in isolation as a measure of the Companies' profitability or liquidity, and should be considered in addition to, rather than as a substitute for, net income and the other income or cash flow data prepared in accordance with IFRS. In particular, there are material limitations associated with the use of non-IFRS financial measures, including the limitations inherent in determination of each of the relevant adjustments. The non-IFRS financial measures used by the Companies may differ from, and not be comparable to, similarly-titled measures used by other companies. Certain numerical data, financial information and market data (including percentages) in this presentation have been rounded according to established commercial standards. Furthermore, in tables and charts, these rounded figures may not add up exactly to the totals contained in the respective tables and charts. Accordingly, neither OGE, VGT nor any of their respective directors, officers, employees or advisors, nor any other person makes any representation or warranty, express or implied, as to, and accordingly no reliance should be placed on, the fairness, accuracy or completeness of the information contained in the Presentation or of the views given or implied. Neither OGE, VGT nor any of their respective directors, officers, employees or advisors nor any other person shall have any liability whatsoever for any errors or omissions or any loss howsoever arising, directly or indirectly, from any use of this information or its contents or otherwise arising in connection there-with. It should be noted that certain financial information relating to the Companies contained in this document has not been audited and in some cases is based on management information and estimates.
- This Presentation is furnished solely for your information, should not be treated as giving investment advice and may not be printed or otherwise copied or distributed. Subject to limited exceptions described below, the information contained in this Presentation is not to be viewed from nor for publication or distribution in nor taken or transmitted into the United States of America ("United States"), Australia, Canada or Japan and does not constitute an offer of securities for sale in any of these jurisdictions. Any securities offered by the Companies have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States and such securities may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or local securities laws. This Presentation does not contain or constitute an offer of, or the solicitation of an offer to buy or subscribe for, securities to any person or in any jurisdiction to whom or in which such offer or solicitation is unlawful. By receiving this Presentation, you agree to be bound by the foregoing limitations. Any failure to comply with these restrictions may constitute a violation of applicable securities laws. This Presentation does not constitute investment, legal, accounting, regulatory, taxation or other advice.