

# Polish Oil and Gas Company

## Company Overview



May 2018



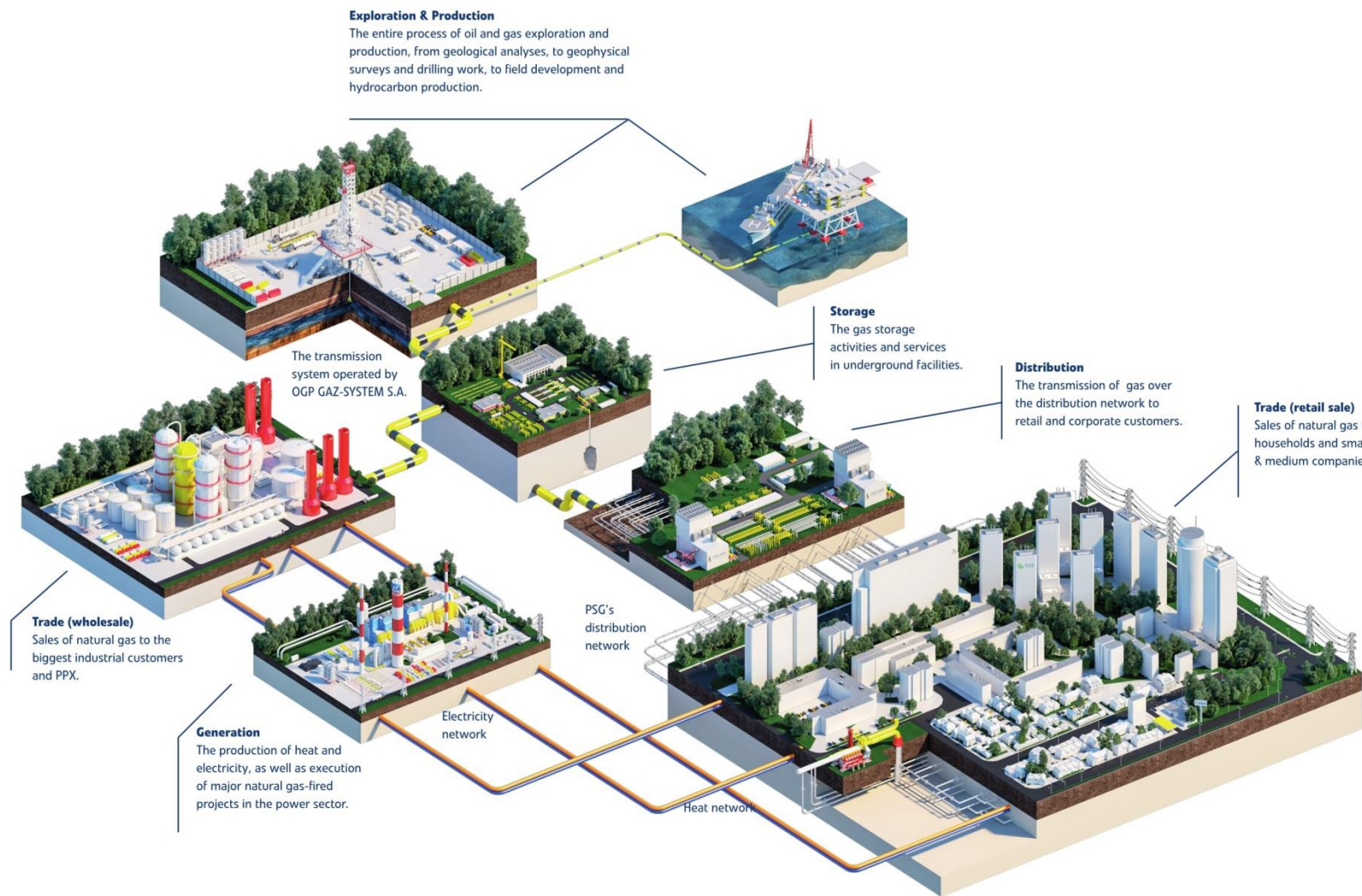
# Agenda

- > 1. PGNiG Group & Polish Gas Market
- > 2. PGNiG Segments
  -  > Exploration and Production
  -  > Trade and Storage
  -  > Distribution
  -  > Generation
- > 3. Strategy, CAPEX
- > 4. Appendix – Changes in segments presentation according to IFRS 15, financial results



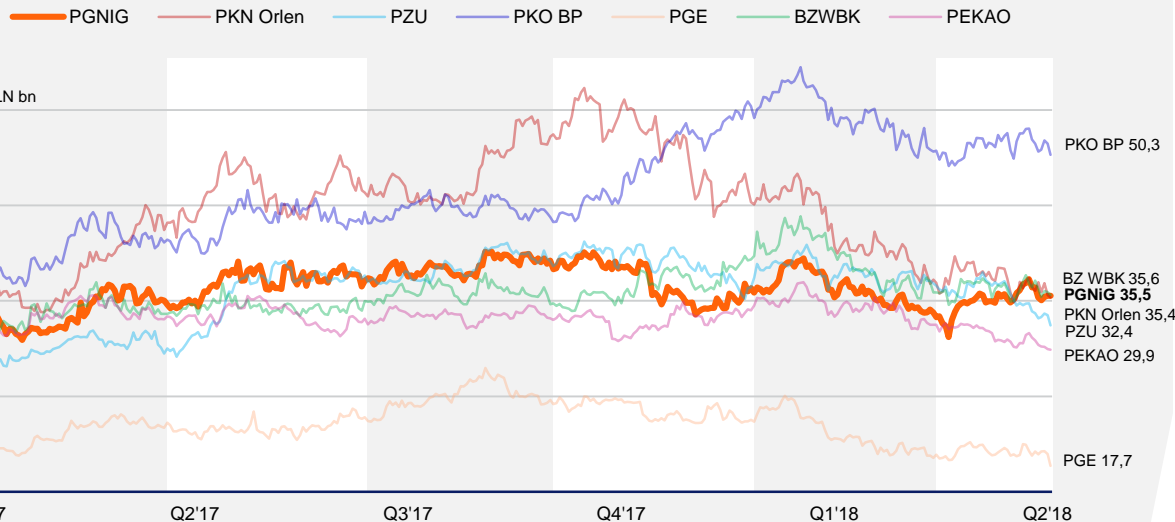
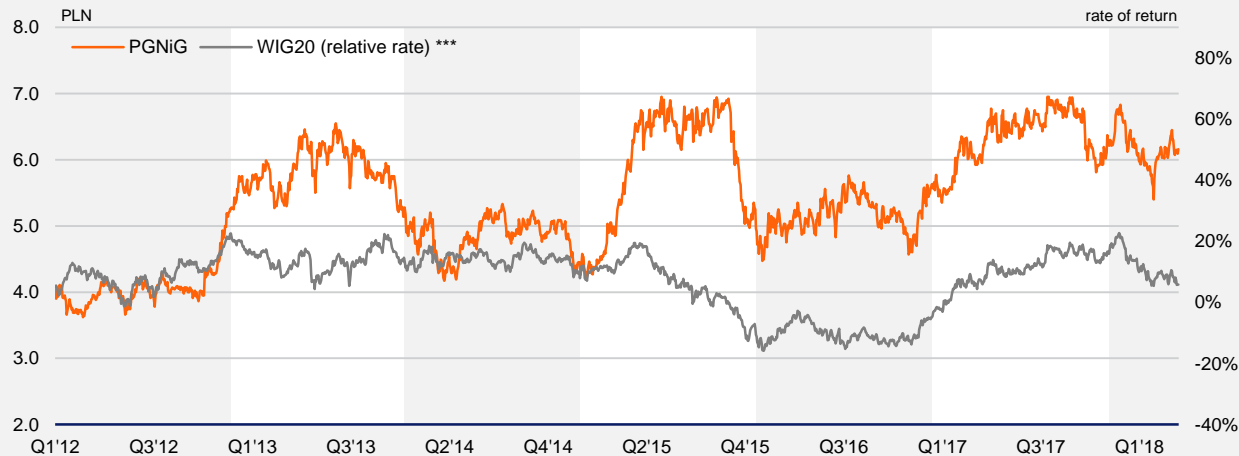
# PGNiG Group and Polish Gas Market

# Poland's no.1 integrated group in the oil and gas sector



# The biggest industrial Polish company on the Warsaw Stock Exchange\*\*

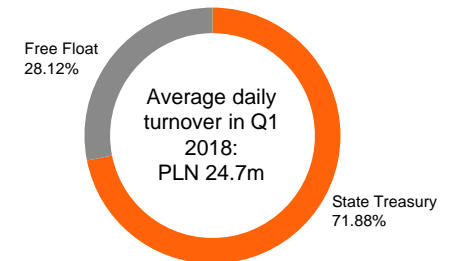
> The share price of PGNiG and WIG20 from January 2012 together with the rate of return.



\* PGNiG = 6.15 PLN and EUR/PLN = 4.30; USD/PLN = 3.67 (as at May 23rd 2018) / \*\* in terms of market cap as at May 23rd 2018 / \*\*\* WIG20 quotation chart, taking into account relative changes in percentage in relation to the PGNiG exchange rate

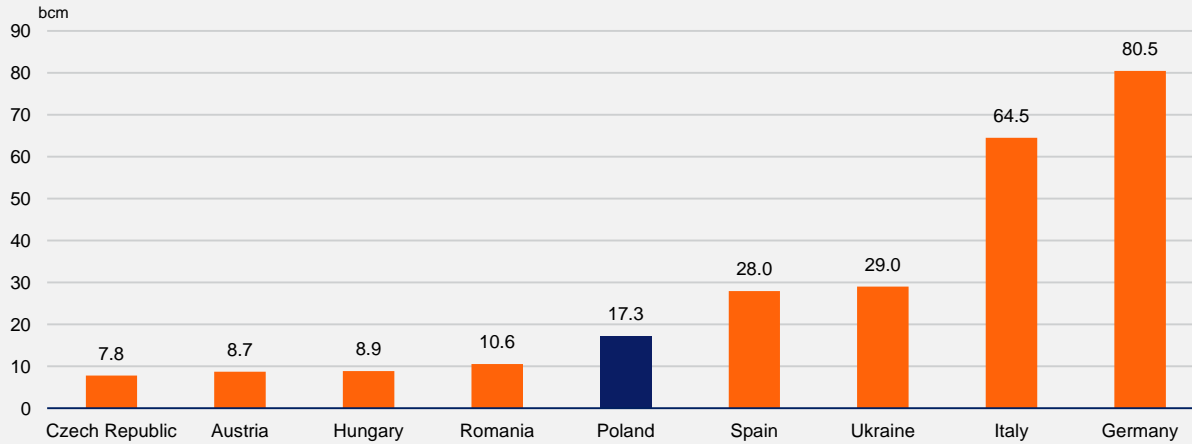
- > Listed on WSE since September 2005
- > Market cap, of PLN 35.5bn (EUR 8.3bn, USD 9.7bn)\*
- > Significant share in WIG 20 based on number of shares in the index: 5%
- > Third largest company on WSE\*\*

> Shareholders (as at March 31, 2018)

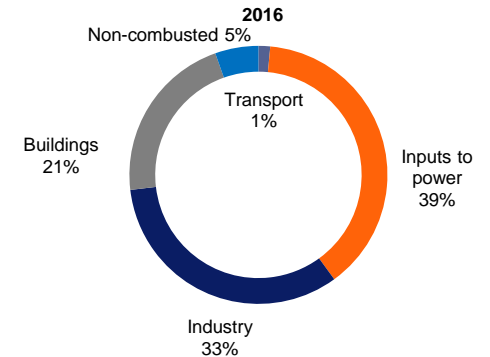


# Gas market in Poland: Low consumption with growth potential

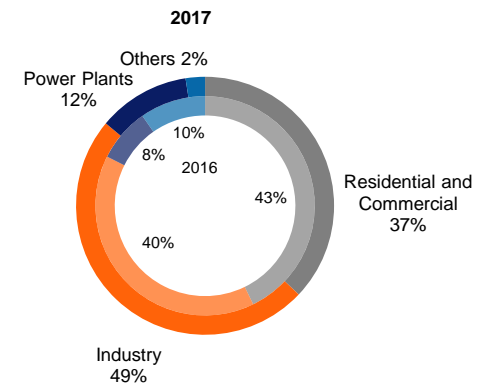
## > Natural gas consumption by country in 2016



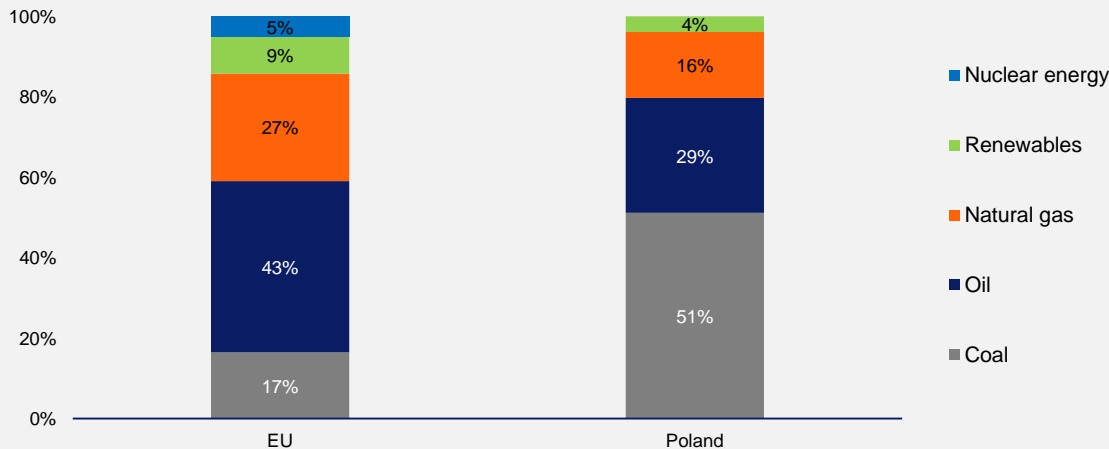
## > Natural gas sales by sector in the world in 2016



## > Natural gas sales by sector by PGNiG in Poland in 2017 and 2016



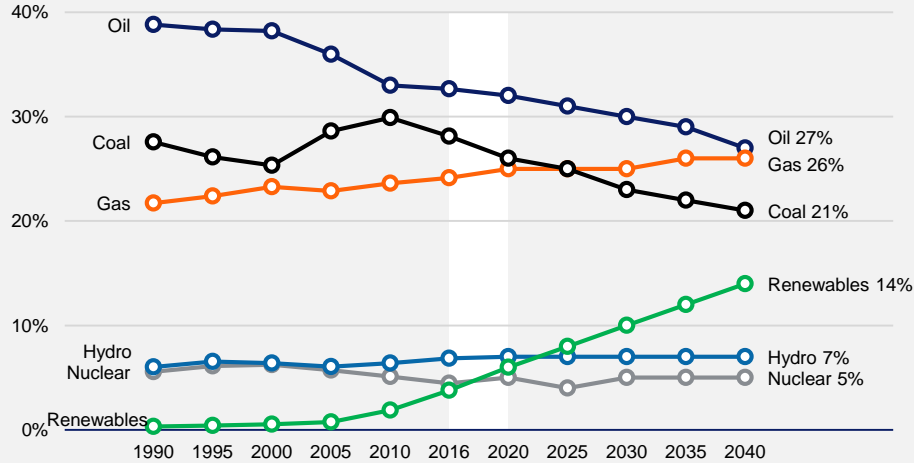
## > Primary energy consumption by fuel in 2016



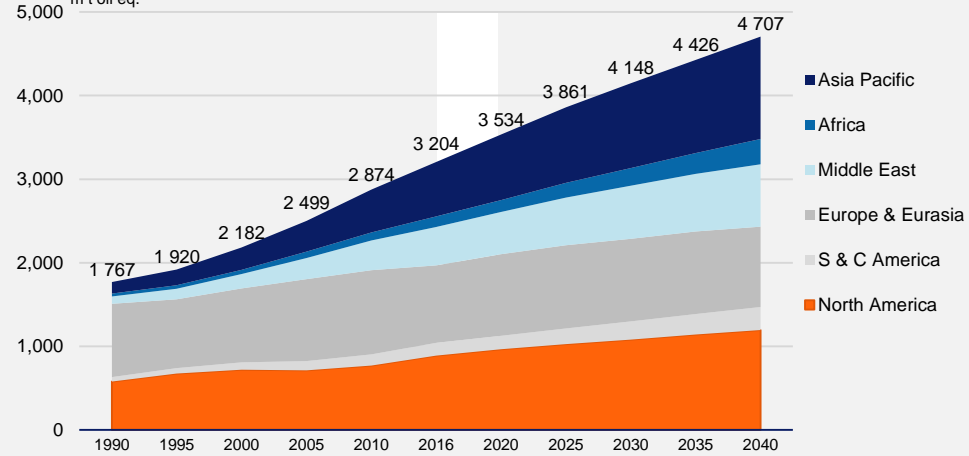
Source: BP Statistical Review 2017, BP Energy Outlook 2018 / Gas consumption comprises sales, as well as in-house consumption and change of inventories

# Gas market worldwide

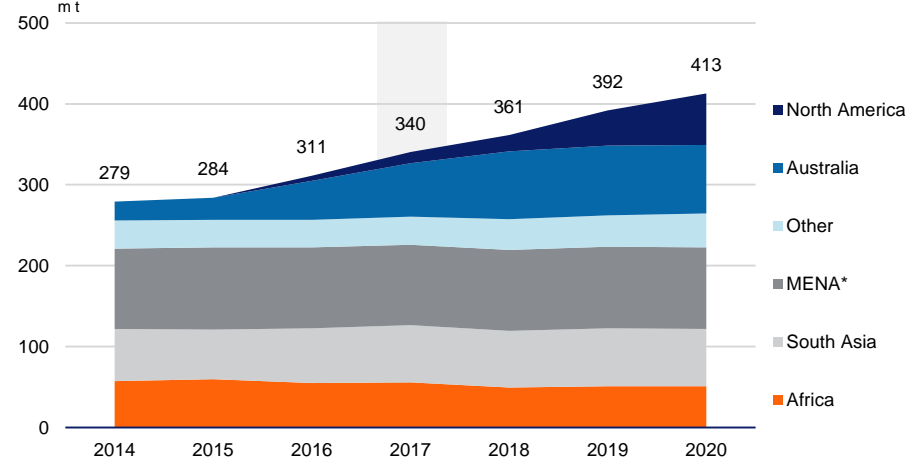
> Primary energy consumption by fuel



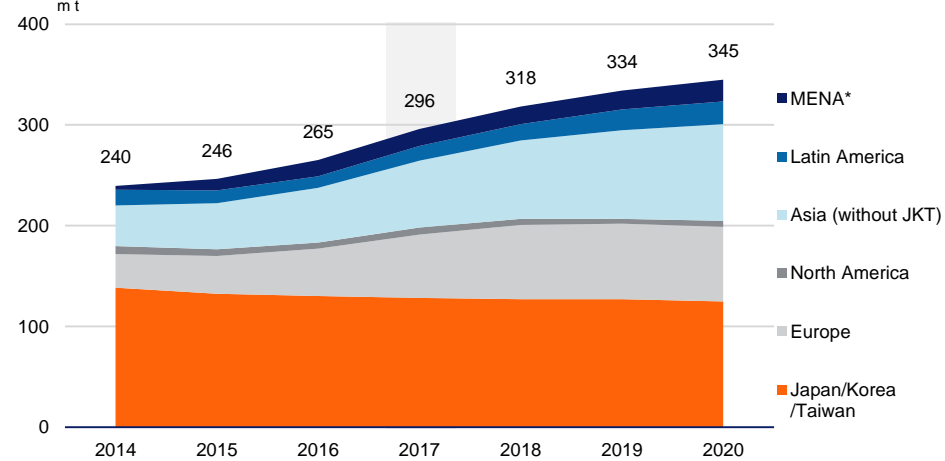
> Natural gas demand



> Annual LNG supply by region



> Annual LNG demand by region



\* Middle East-North Africa / Source: IHS, BP Energy Outlook 2018

Exploration & Production



Trade & Storage



Distribution



Generation



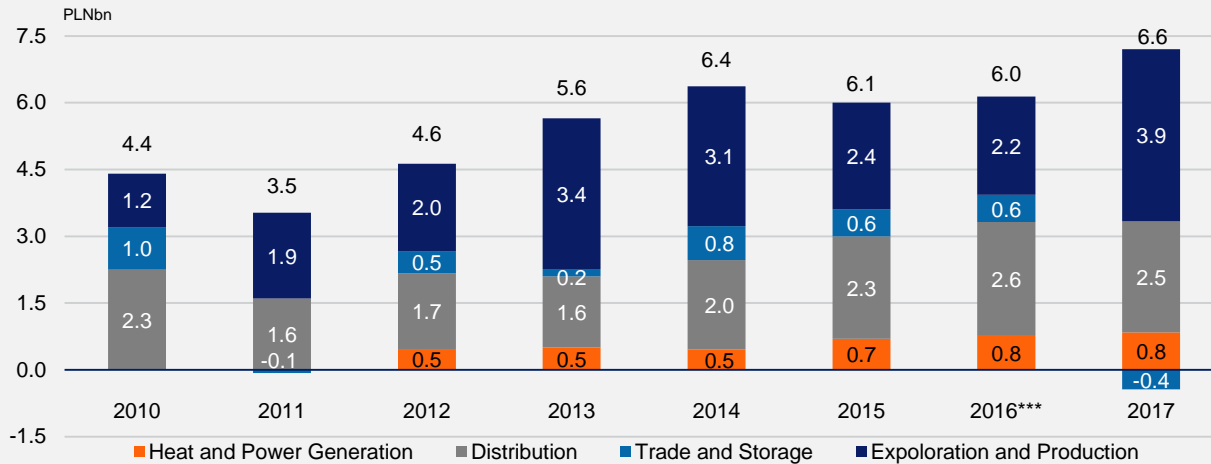
# Operating segments of PGNiG Group





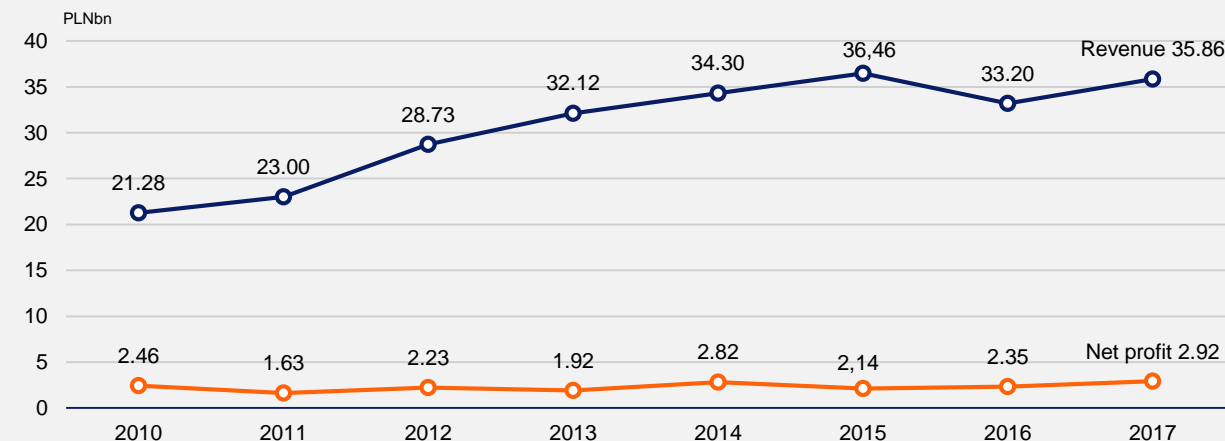
# PGNiG Group's financials 2010-2017

## > PGNiG Group's EBITDA\*\*

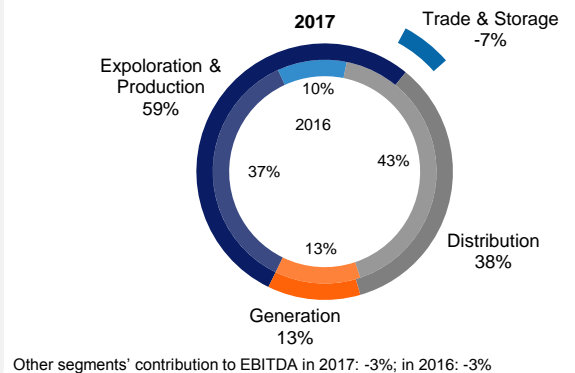


- > 8th biggest company in Central and Eastern Europe\*
- > 3rd biggest oil company in the region\*
- > Stable EBITDA level due to diversified inflows sources

## > PGNiG Group's revenue and net profit



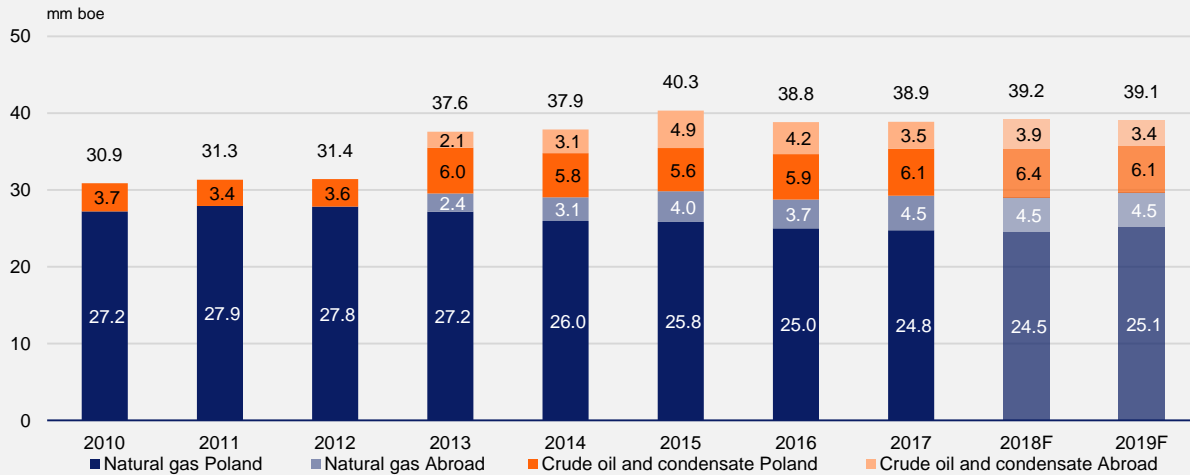
## > EBITDA breakdown



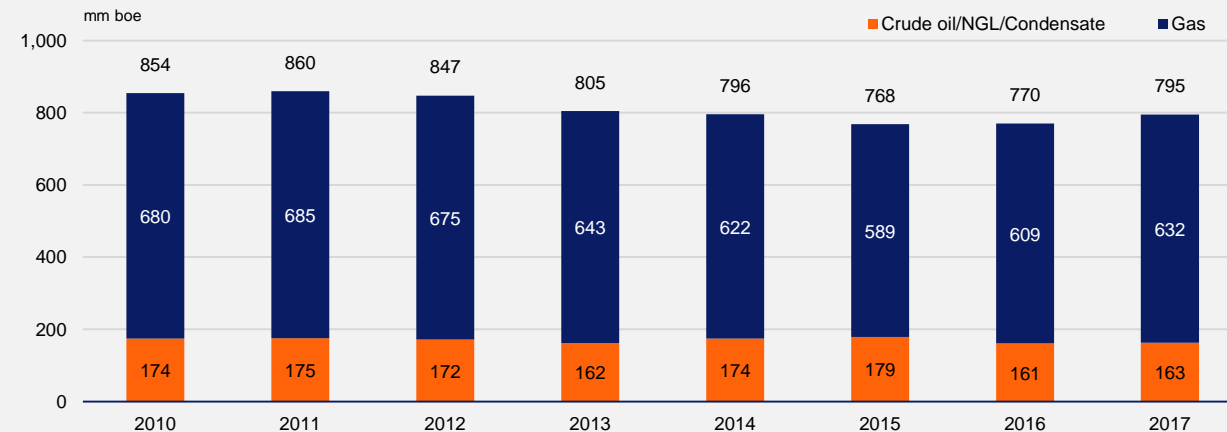
\* Source: TOP 500 CEE 2017 / \*\* EBITDA 2010-2015 before intra-group eliminations and excluding „Other segments“  
 \*\*\* restated, -0.2 PLNbn of other segments not presented on chart

# Exploration & Production summary

## > Production volumes



## > Reserves of natural gas and crude oil



\* High-methane gas equivalent; \*\* As at March 31st 2018; \*\*\* As at December 31st 2017

> PGNiG SA is a leader in production of gas and crude oil in Poland

> Average daily production – over 114,000 boe\*\*

> PGNiG's resource base in Poland\*\*\*:

> proved gas reserves 538 mm boe (86.1 bcm)\*

> proved oil reserves 124 mm boe (17.4 m tonnes)

> Oil & Gas concessions in Poland\*\*\*:

> 23 exploration/appraisal

> 25 combined licences

> 213 production

> Exploration & Production activities:

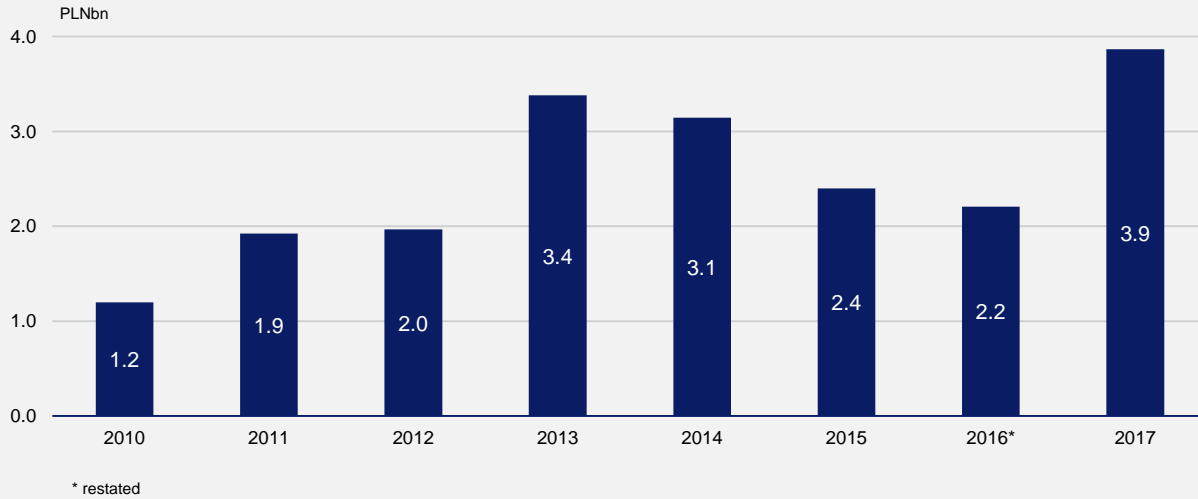
> 54 production facilities in Poland

> over 2 thousand producing wells

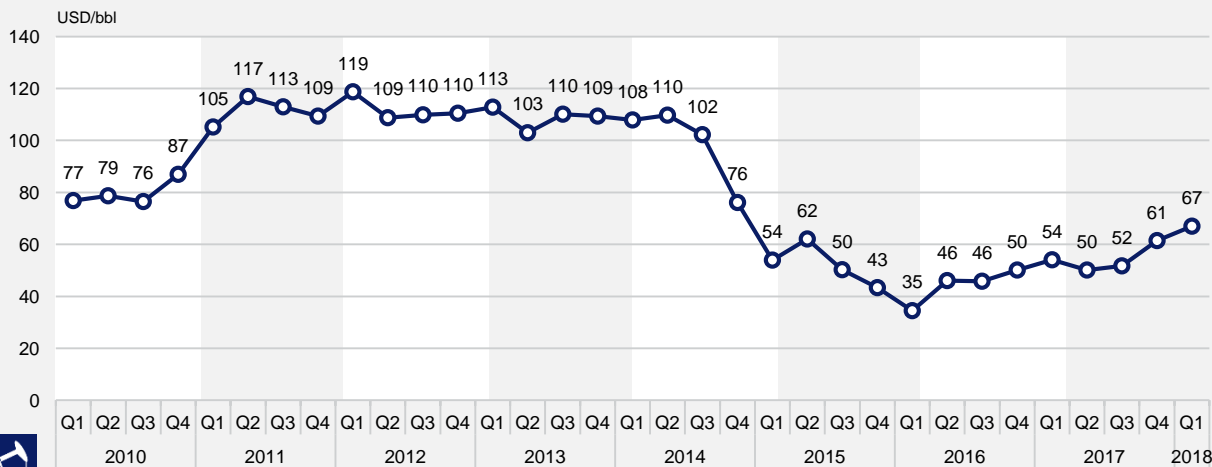


# Exploration & Production financial results

## Exploration and Production's EBITDA

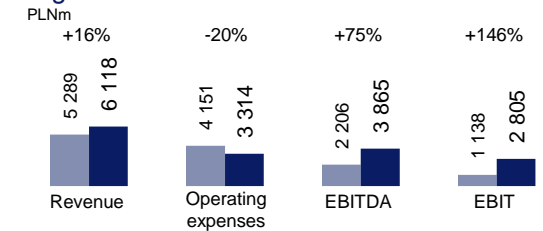


## Average prices of crude oil

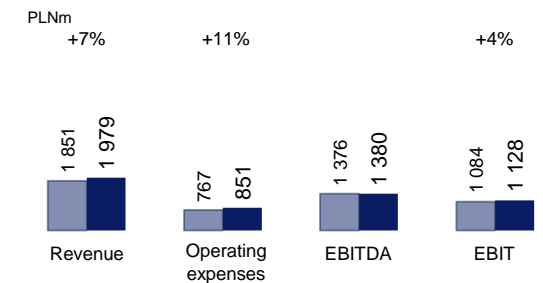


## Average of Brent oil prices up by 15% in Q1 2018 vs Q1 2017

- Revenue from sales of crude oil and condensate up PLN 85m y/y with a +10% y/y increase in sales volumes, to 429 thousand tonnes in Q1 2018.
- PLN 107m (+10%) y/y increase in revenue from gas sales recorded by the segment.
- Segment's results for FY 2017 vs FY 2016\*



## Segment's results for Q1 2018



# International E&P activities – Norway

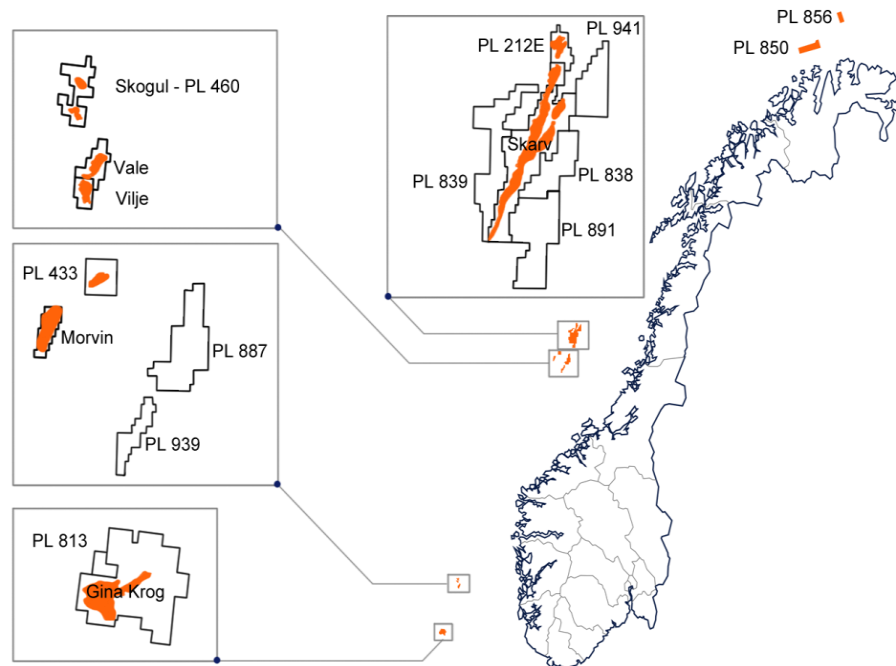
Licenses 21

USD 360m (Skarv)

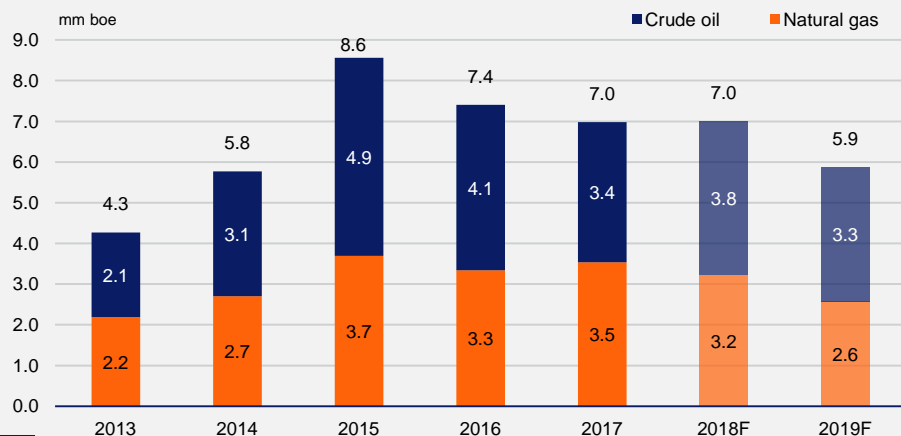
Licence cost NOK 1.95bn  
(Morvin, Vale, Vilje, Gina Krog)

Skarv CAPEX (PGNiG's part) approx. USD 800m

Reserves of the licence (2P) for PGNiG  
55 mmboe (Skarv, Snadd)  
28 mmboe (Morvin, Vale, Vilje, Gina Krog, Ærfugl, Skogul)



## > Production in Norway



# International E&P activities – Pakistan and other

## > Assets: Pakistan



|                    |  |
|--------------------|--|
| agreement          | May 18th 2005  |
| shares             | PGNiG 70%, Pakistan Petroleum 30%                          |
| area               | 956 sq km  |
| location           | Sindh province, folded belt Kirthar                        |
| obligations        | 2 wells, 100 km 2D (fulfilled)                             |
| estimated reserves | 14.2 bcm of natural gas<br>(10.5 bcm Rehman, 3.7 bcm Rizq) |

In March 2017: the Rehman-3 borehole was completed, and in October the Rizq-1. In November 2017: Rehman-4 and preparatory works for Roshan-1 and Rehman-5.

## > Other foreign activity in 2017

### Seismic works:

- > Acquisitions of seismic data: Algeria, Austria, Croatia, Colombia, Myanmar, Tunisia, Egypt, Germany.
- > Processing and interpretation of seismic data: Algeria, Austria, Spain, Iran, Yemen, Norway, Pakistan, Switzerland and Morocco.

### Drilling works:

- > Main drilling areas: Pakistan, Kazakhstan, Ukraine

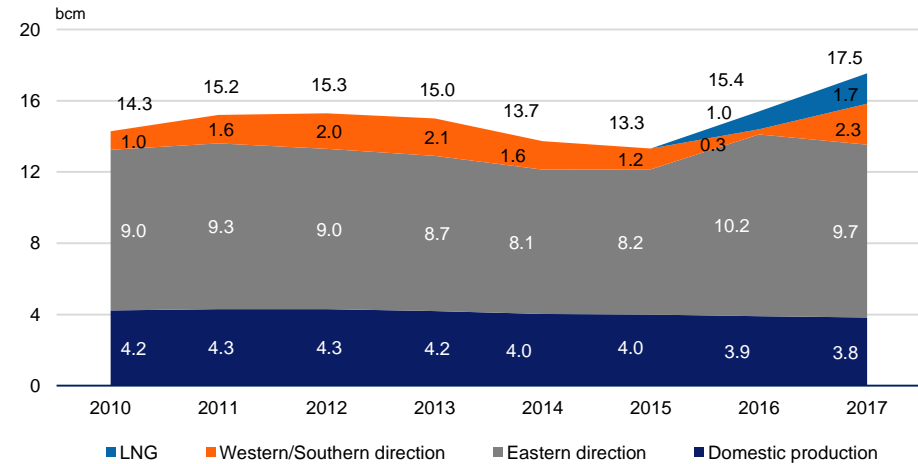
### Libya

- > Since 2008, one license for mining (LC113).
- > In mid-2014, a force majeure notification.
- > In 2017, activities limiting the impact of force majeure and verification of the prospects of the license.

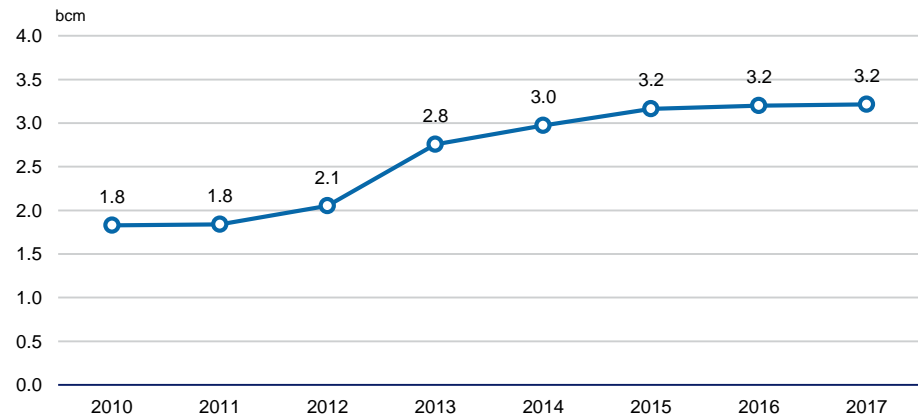
# Gas supply & sales

- > Trade and Storage segment comprises:
  - > sales of natural gas (both imported and domestic) to retail and wholesale markets, sales and trading of electricity
  - > storage of gas
- > Polish market growth: CAGR +2.7% 2005-2017
- > Contract for natural gas deliveries with Gazprom („Yamal contract”) until 2022:
  - > 10.2 bcm annually, 85% Take-or-Pay
- > Contract for LNG with Qatargas until 2034:
  - > 1.3 bcm annually, 100% Take-or-Pay. Deliveries since June 2016
  - > side agreement (the total volume will increase to 2.7 bcm per annum, in 2018-2020 volume will be increased to 2.9 bcm)
- > 2.2 bcm of gas sold by PGNiG Supply & Trading to customers outside of Poland in 2017
- > Tariffs:
  - > Gas sales: Cost of gas + operating costs + margin
    - > Retail: PGNiG Retail's cost base including cost of gas on the commodity exchange
  - > Storage: Cost + return on capital (6.0% WACC x PLN 3.6bn RAB) (until March 2018)

## > Sources of gas supply of PGNiG SA in Poland

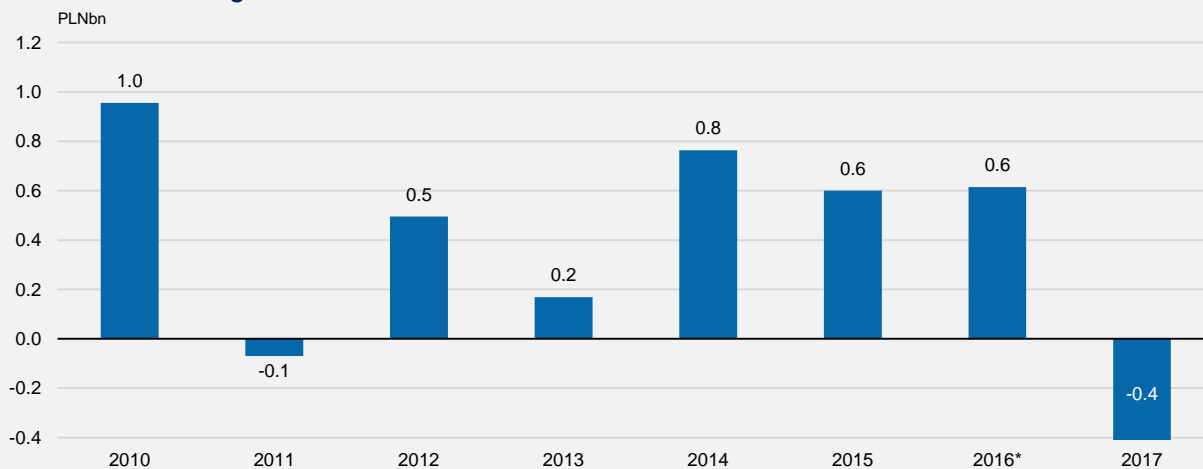


## > Storage capacity (incl. storage capacity used only by E&P segment)



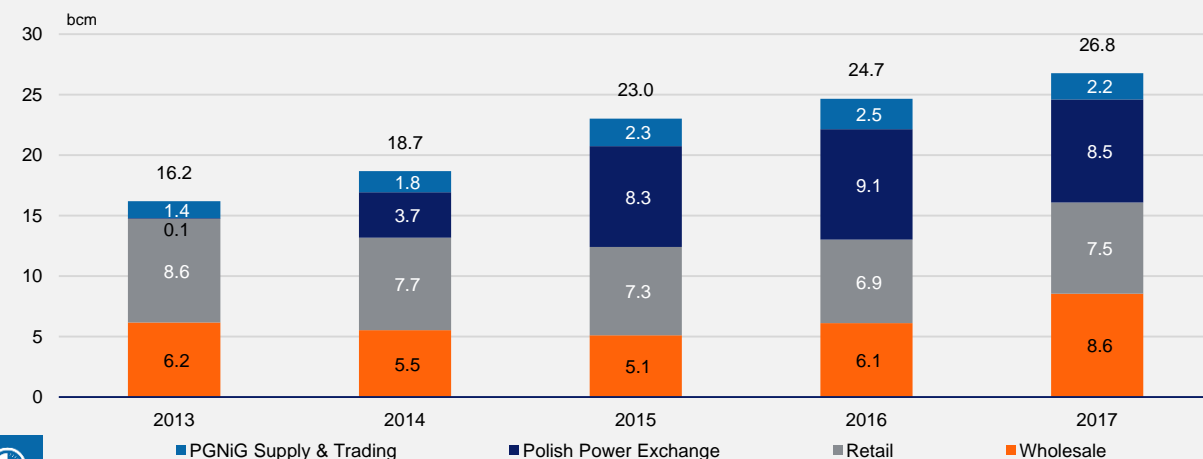
# Trade & Storage's financial results

## Trade and Storage's EBITDA



\* restated

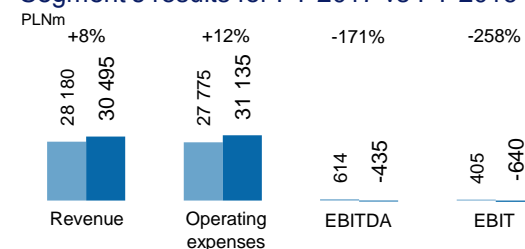
## Sales of natural gas of PGNiG SA, PGNiG Retail and PST



## Revenue growth driven by higher sales volumes

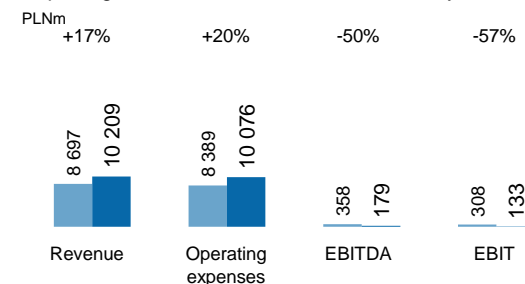
- In Q1 2018 revenue from gas sales up 16%, led mainly by an 13% y/y rise in volumes.

## Segment's results for FY 2017 vs FY 2016\*



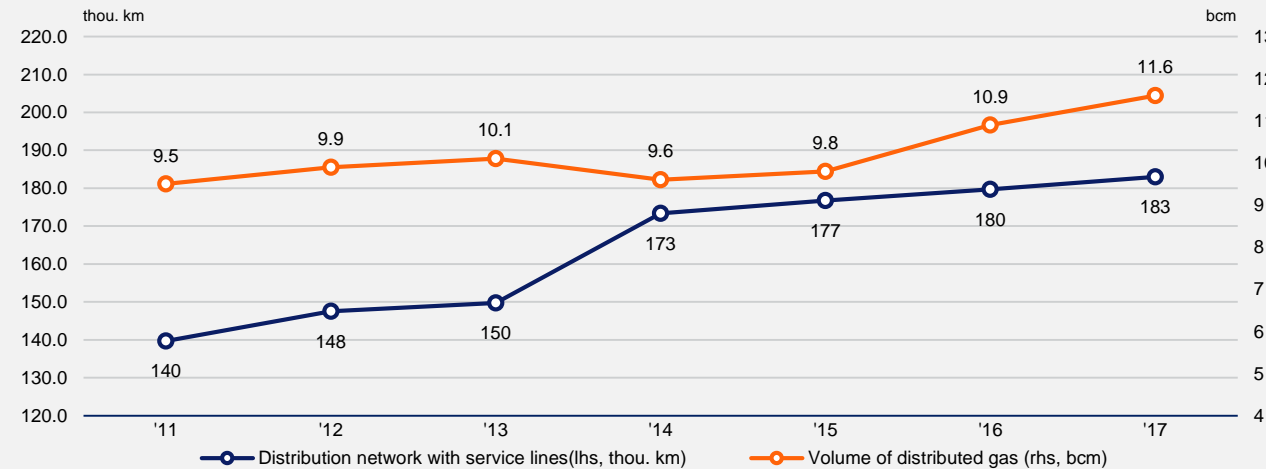
## Segment's results for Q1 2018

Data restated for comparability in connection with the application of the new IFRS 9 and IFRS 15 Financial Reporting Standard with effect from 1 January 2018

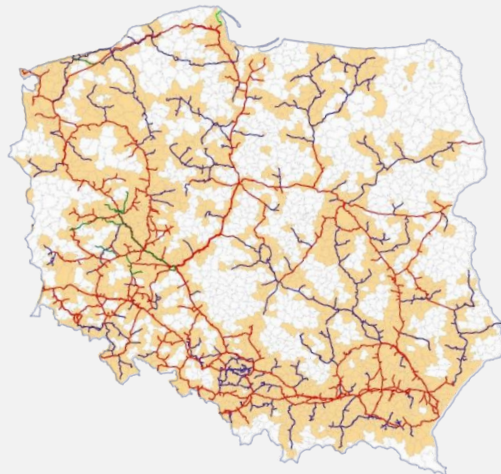


# Distribution

- > Stable network's growth and increase of distributed volumes (+3.4% CAGR 2005-2017)



- > Coverage of distribution network



- > The owner of approximately 96% of Poland's distribution network and nearly 99% of the gas service lines
- > Transports natural gas from gas sellers to households, industrial and wholesale customers
- > Responsible for operation, maintenance and development of gas pipelines
- > Segment comprises of Polska Spółka Gazownictwa (PSG)

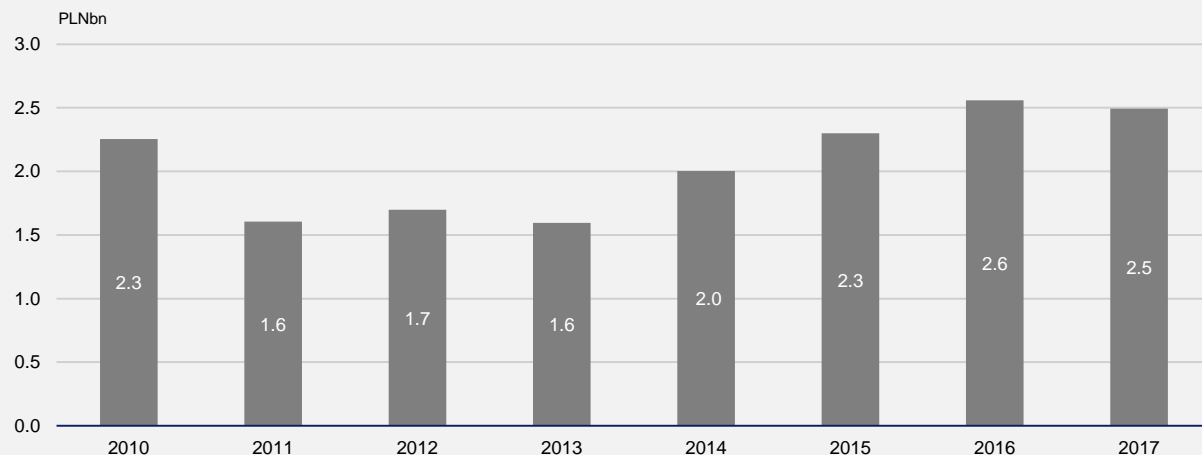
- > **Tariff:**

- > The new Tariff No. 6 approved by the President of the Energy Regulatory Office in January 2018 and has applied from March 1st 2018,
- > Cost + return on capital (6.2% WACC x PLN 12.1bn RAB)

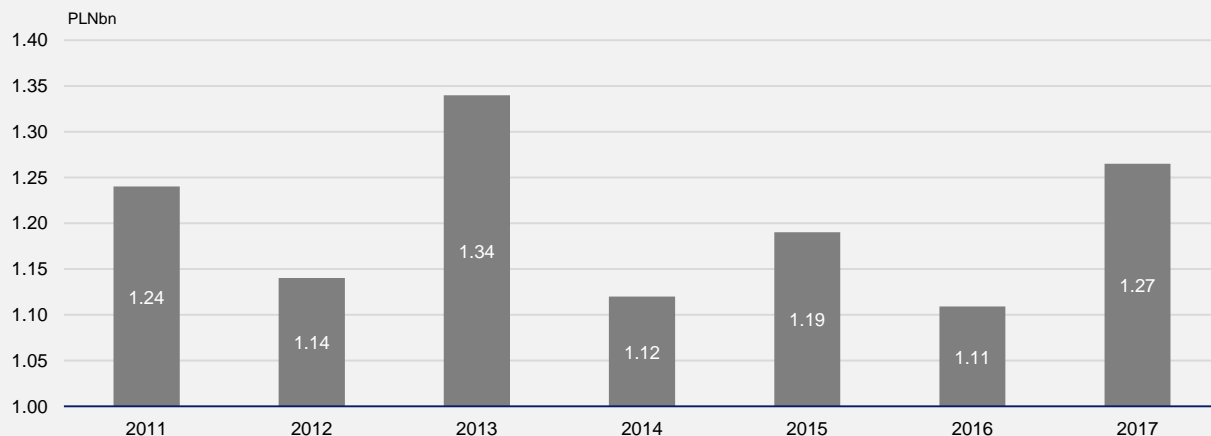


# Distribution's financial results

## > Distribution's EBITDA

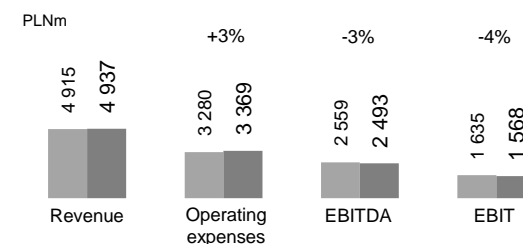


## > Segment's CAPEX



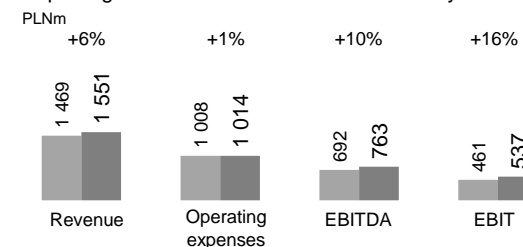
- > Volumes up by 7% in Q1 2018 vs Q1 2017
- > PSG's strategic goal is to generate cum. EBITDA of PLN 16bn in 2016-2022

## > Segment's results for FY 2017 vs FY 2016



## > Segment's results for Q1 2018

Data restated for comparability in connection with the application of the new IFRS 9 and IFRS 15 Financial Reporting Standard with effect from 1 January 2018



# Heat and Power Generation

- > Share on the domestic market \*:
  - > heat power 10%
  - > volume of heat sales 11%
- > Share on the Warsaw market:
  - > largest producer of heat and electricity in cogeneration
  - > estimated coverage of total heat demand about 70%
  - > estimated total electricity demand around 65%
  - > heat supplied to the city network about 98%.
- > Timeline:
  - > January 2012 – acquisition of 99.8% stake of Vattenfall Heat Poland S.A. from Vattenfall AB for PLN 3bn in cash (PLN 3.5bn EV)
  - > Acquisition of 20.4% of the share capital of the Polish Mining Group as a result of the investment of PLN 800m
  - > Expansion of heat and power generation and distribution:
    - > April 2016: purchase from JSW SA of Przedsiębiorstwo Energetyki Ciepłej („PEC”) for PLN 190m, including 14 local heat plants, 260 MW of total heat output
    - > August 2016: purchase from JSW SA of Spółka Energetyczna „Jastrzębie” („SEJ”) for PLN 327m, including 5 CHP, 130 MW of electricity output, 540 MW of heat output
    - > September 2017: The merger of PGNiG TERMIKA EP (formerly SEJ) and PEC
- > Tariff:
  - > Heat tariffs benchmarking scheme creates significant upside for profitability as PGNiG Termika produces low-cost heat

## Generation segment operating data

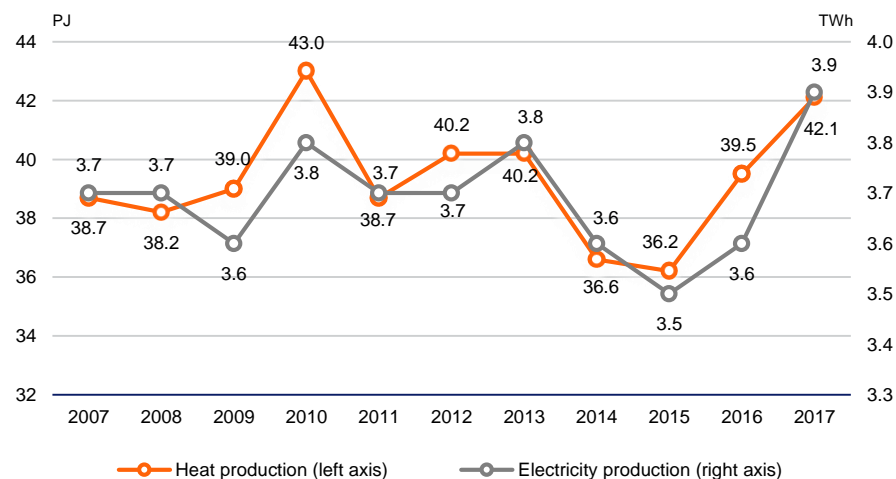
Installed heat power 5.5 GWt

Installed electric power 1.2 GWe

Heat sales in Q1 2018 (regulated) 19.0 PJ

Produced electricity sales in Q1 2018 1.5 TWh

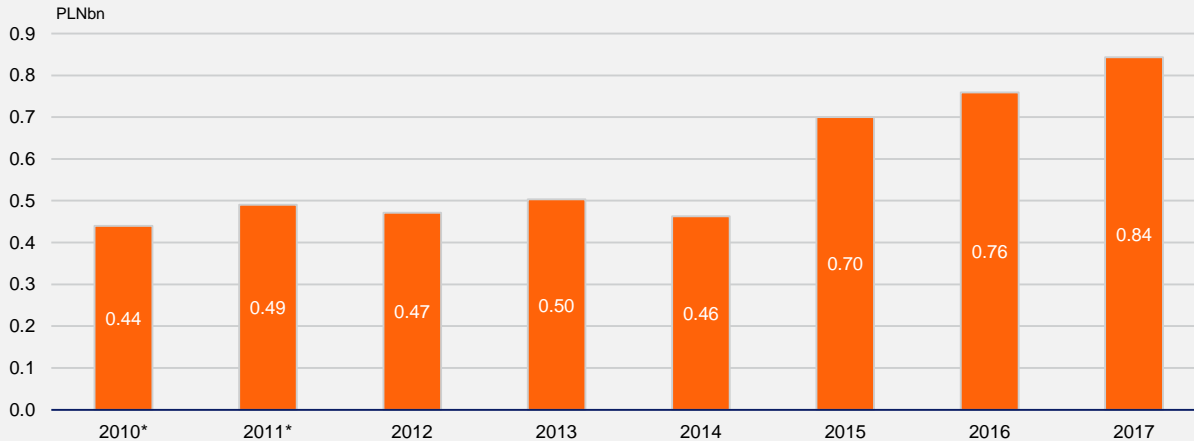
## > Production of heat and own generation electricity



\* Source: Thermal energy in numbers 2016

# Generation's financial results

## > Generation's EBITDA



## > Investments

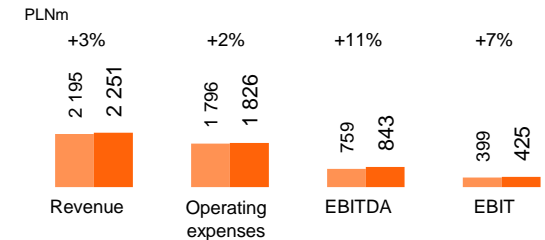
### > 497 MWe gas-fired block in Warsaw at Żerań plant (2020)

### > Combined Heat and Power Plant Stalowa Wola (Q4 2019)

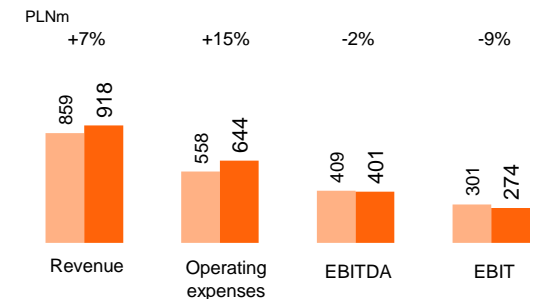
- > 50/50 JV PGNiG and Tauron Polska Energia. Total CAPEX PLN 1.6bn (project finance)
- > Agreement for Sale of Electricity. PGNiG to supply 0.5 bcm of gas for 14 years
- > Total power output: 450 MWe and 240 MWt
- > In January 2016: cancellation of the contract and imposition of penalties for general contractor related to the improper execution of the contract
- > An agreement on key preconditions for the project restructuring was signed in October 2016, aligning ECSW's existing commercial agreements to the expected start date of commercial operation and current market conditions.
- > A survey of the project's status ended in 2016. The project will be resumed by a specialised firm, responsible for supporting its coordination on an EPCM basis.
- > 900m loan agreement between ECSW with Bank Gospodarstwa Krajowego and PGNiG (PLN 450m from each lender) for the refinancing of ECSW's debt to PGNiG and Tauron Polska Energia, totalling PLN 600m, and PLN 300m to finance ECSW's further capital expenditure.

- > Revenue from heat sales recorded by the segment up 4% y/y, to 571m PLN in Q1 2018.
- > In Q1 2018, growth of revenue from sales of electricity generated by the segment's own sources (up to 14% yoy), to PLN 263m, with sales volumes rising by 6% yoy.

## > Segment's results for FY 2017 vs FY 2016



## > Segment's results for Q1 2018



\* 2010-2011 according to Polish accounting standards; 2012-2013 data before intercompany eliminations.



# Strategy, CAPEX

# PGNiG Group Strategy for 2017-2022

The new PGNiG Group Strategy for 2017–2022 (extended until 2026)

## #1 Mission statement

We are a trustworthy supplier of energy for households and businesses

## #2 Vision

We are a responsible and effective provider of innovative energy solutions

## #3 Primary objective

Increasing the PGNiG Group's value and ensuring its financial stability

### Trustworthy

The customers can depend on premium quality and reliability of our services

### Energy supplier

Our customers are offered a full range of energy products (gas + electricity + heat + other/services)

### Households and businesses

We care for and value all our customers: households, businesses, and institutions

### Responsible

We act transparently, in line with the principles of corporate social responsibility

### Effective

We have implemented process and cost optimisation measures

### Innovative solutions

We are an innovation leader in the energy sector

### Value growth

Our primary ambition is to create added value for our shareholders and customers

### Financial stability

We seek to secure long-term financial stability and creditworthiness



# The Group's key strategic objectives

## Strategic objective

competitive position while supporting the development and ensuring security of the gas market in Poland

### PGNiG's strong competitive position

**Securing new gas supply sources** to strengthen the Group's competitive position following expiry of the Yamal contract in 2022

**Production projects in Norway** focused on increasing annual gas output to ca. 2.5 bcm from 2022 onwards

**Participation in the Norwegian Corridor project** to secure direct gas imports from Norway

**Developing gas and LNG trading functions** to make PGNiG more competitive on gas markets in Europe and in Poland

### Paramount objective

**Increase the PGNiG Group's value and ensuring its financial stability**

### Development of gas market in Poland

**More rapid expansion of distribution network** in order to enable more new customer connections and gas market growth

**Expanding the upstream business** in Poland to replenish hydrocarbon reserves and to maintain high levels of production

**Significant improvement of customer service quality** through digitalisation of service channels and expansion of the product portfolio expansion



# Ambitions in the key business areas



## 1. Exploration and production

- > Increase the base of documented hydrocarbon reserves by 35% (to 1,208 mm boe in 2022)
- > Increase annual hydrocarbon production by 41% (to 55 mm boe in 2022)



## 2. Wholesale

- > Diversified gas supply portfolio after 2022
- > Increasing the overall volume of natural gas sales by 7% (to 178 TWh in 2022)
- > Cumulative natural gas sales volume on wholesale markets in Poland and abroad 1000 TWh



## 3. Retail

- > Maximising retail margins
- > Maintaining the total volume of retail gas sales at ca. 67-69 TWh/year



## 4. Storage

- > Securing access to storage capacities adjusted to actual demand
- > Improve storage efficiency



## 5. Distribution

- > More than 300 thousand new service lines in 2017–2022
- > The annual growth rate in the number of service lines by 17%
- > Increase gas distribution volume by 16% (to 12.3 bcm in 2022)



## 6. Power and heat generation

- > Increase power and heat sales volumes by 20% (to 18 TWh in 2022)

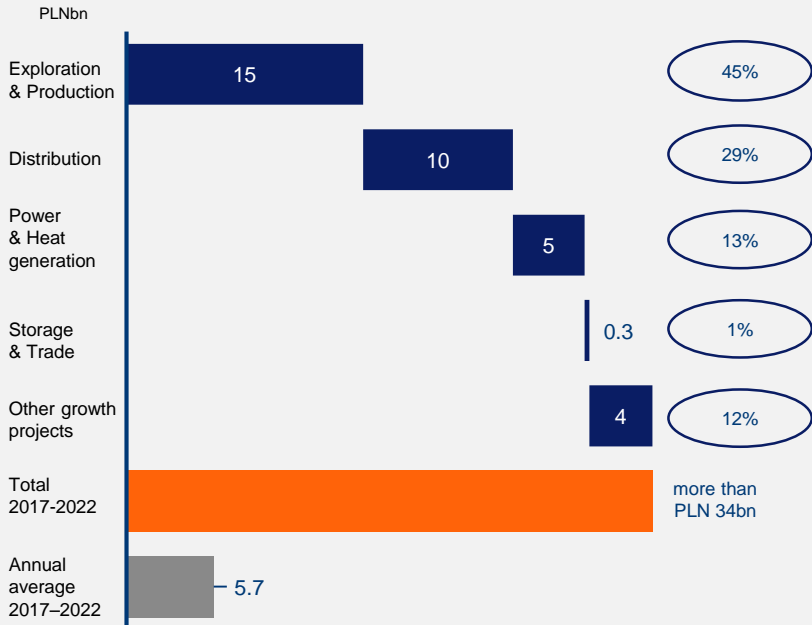


## 7. Corporate Centre

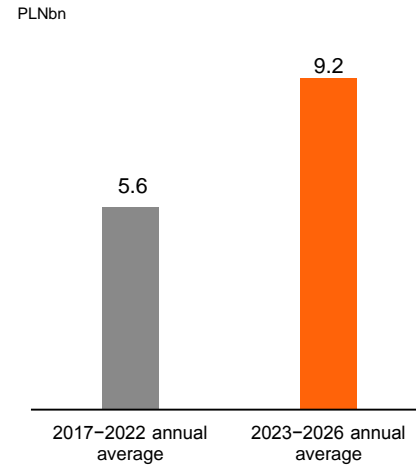
- > Effective execution of R&D&I projects
- > Operational efficiency improvement across the PGNiG Group
- > Enhancing the PGNiG Group's image

# CAPEX and EBITDA for 2017-2022

## CAPEX breakdown for 2017-2022

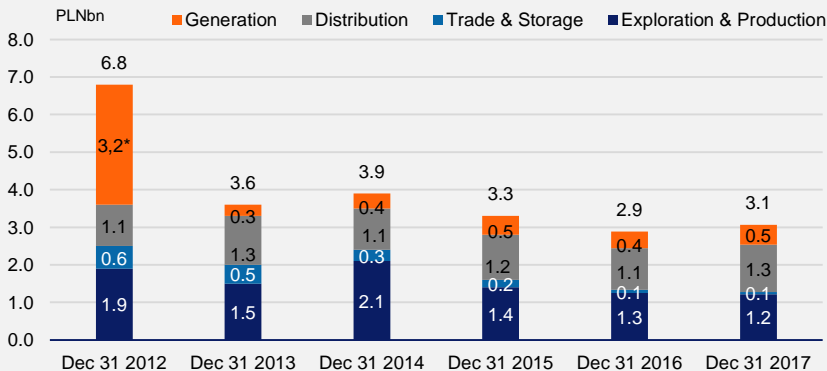


## EBITDA for 2017 – 2022



- > PLN 33.7bn cumulative EBITDA
- > Ambitious investment programme: long-term growth of the Group's EBITDA, particularly in 2023-2026 (at the annual average of ca. PLN 9.2bn)
- > Keeping debt at safe levels (net debt/EBITDA below 2.0)

## Annual CAPEX 2012 – 2017



\* Includes PLN 3bn for acquisition of PGNiG Termika

- > Almost half of CAPEX (45%) will be spent on hydrocarbon exploration and production.
- > Average annual capital expenditure in 2017-2022 at ca. PLN 5.7bn.



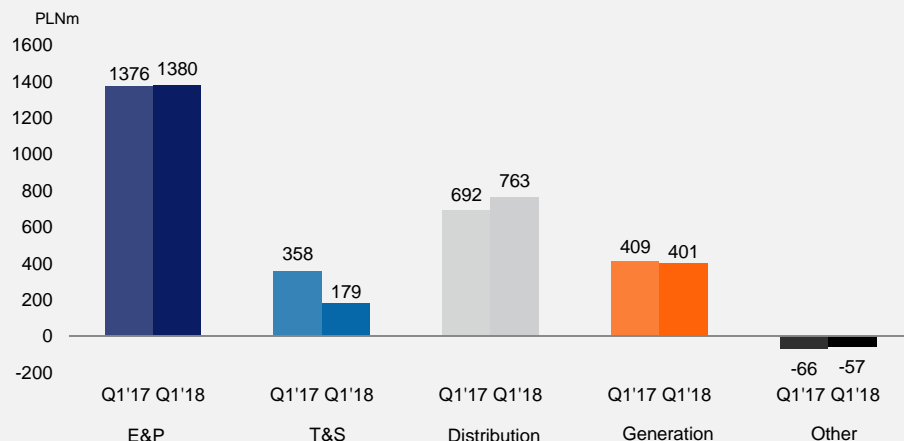




# Appendix

# Financial highlights Q1 2018

## > Group's EBITDA by segment in Q1 2017 vs Q1 2018



## Exploration and Production

- > Revenue from gas sales up by PLN 107m yoy (+10%).
- > Cost of dry wells written off in Q1 2018 at PLN -244m, compared with PLN -17m in Q1 2017.
- > Reversal of impairment losses on non-current assets in Q1 2018 at PLN +241m, against PLN +5m in Q1 2017.

## Trade and Storage

- > Revenue from gas sales up 16%, led mainly by a 13% rise in volumes yoy.
- > PLN +25m in reversals of gas inventory write-downs recognised in Q1 2018 (mark-to-market valuation of gas at the LNG terminal). In Q1 2017 gas inventory write-downs increased by PLN -35m.

## Distribution

- > Gas distribution volume 7% higher yoy in Q1 2018, with revenue from distribution services up 5% yoy.

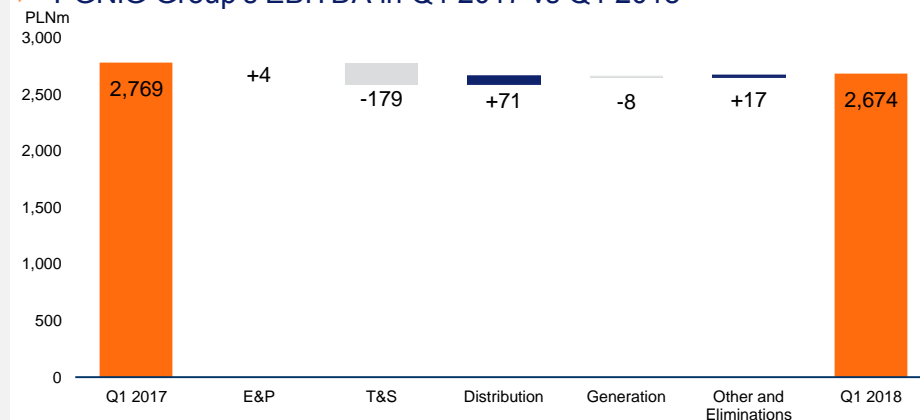
## Generation

- > Sales volumes of electricity (from own sources) and heat up 6% and 5% yoy, respectively.

| [PLNm]                         | Q1 2017 | Q1 2018        | Δ%   |
|--------------------------------|---------|----------------|------|
| Revenue                        | 11,615* | <b>13,247</b>  | 14%  |
| Operating expenses (excl. D&A) | -8,846* | <b>-10,573</b> | 20%  |
| EBITDA                         | 2,769   | <b>2,674</b>   | -3%  |
| Depreciation and amortisation  | -695    | <b>-669</b>    | -4%  |
| EBIT                           | 2,074   | <b>2,005</b>   | -3%  |
| Net finance income/(costs)     | 19      | <b>40</b>      | 106% |
| Net profit                     | 1,599   | <b>1,566</b>   | -2%  |

\*Data restated to ensure comparability following the adoption of amended IFRS 15.

## > PGNiG Group's EBITDA in Q1 2017 vs Q1 2018\*\*



\*\*Eliminations in Q1 2018: PLN +8m, Q1 2017: PLN 0m



# Operating expenses in Q1 2018 vs Q1 2017

| [PLNm]   | Q1 2017        | Q1 2018        | Δ%   |
|--|----------------|----------------|------|
| Cost of gas sold   | -6,749         | <b>-8,215</b>  | 22%  |
| Fuels for heat and power generation  | -293           | <b>-355</b>    | 21%  |
| Other raw materials and consumables used   | -350           | <b>-438</b>    | 25%  |
| Employee benefits expense  | -640           | <b>-669</b>    | 5%   |
| Transmission services  | -260*          | <b>-269</b>    | 3%   |
| Other services   | -358*          | <b>-392</b>    | 9%   |
| <i>LNG regasification services</i>   | -87            | <b>-89</b>     | 2%   |
| Taxes and charges  | -524           | <b>-557</b>    | 6%   |
| Other net income and expenses**  | 167            | <b>112</b>     | -33% |
| <i>Change in inventory write-downs</i>   | -19            | <b>63</b>      | -4x  |
| <i>Change in provisions</i>  | -63            | <b>-92</b>     | -46% |
| Recognition and reversal of impairment losses on property, plant and equipment and intangible assets | 2              | <b>-4</b>      | 3x   |
| <i>Cost of dry wells and seismic surveys written-off</i>   | -17            | <b>-244</b>    | 14x  |
| <i>Impairment losses on non-current assets</i>   | 20             | <b>240</b>     | 12x  |
| Work performed by the entity and capitalised   | 159            | <b>214</b>     | 35%  |
| Depreciation and amortisation  | -695           | <b>-669</b>    | -4%  |
| <b>Total operating expenses</b>  | <b>-9,541*</b> | <b>-11,242</b> | 18%  |
| <i>Operating expenses net of cost of gas sold</i>  | <b>-2,792*</b> | <b>-3,027</b>  | 8%   |

## Comments:

- PLN 1.5bn (or 22%) yoy increase in the cost of gas sold, due to higher prices of oil and gas.
- Higher yoy cost of dry wells (PLN -244m). Seven dry wells written off in Q1 2018 vs three in Q1 2017 (PLN -17m).
- Reversal of impairment loss on non-current assets at PLN 240m. In Q1 2017, reversal was low at PLN 20m.
- Lower depreciation and amortisation yoy (PLN -669m in Q1 2018 vs PLN -695m in Q1 2017), mainly on account of a PLN 40m (or 29%) decrease in depreciation and amortisation charges on Norwegian assets in Q1 2018 vs Q1 2017.
- Decline of other income/expenses in Q1 2018 caused, among other factors, by a reversal of gas inventory write-downs of PLN 25m (vs an increase in write-downs of PLN 35m in Q1 2017) and lower provisions for certificates of origin (Q1 2018: PLN -43m, Q1 2017: PLN -82m).
- Net exchange differences related to operating activities: PLN +52m in Q1 2018 vs PLN -74m in Q1 2017.
- Net loss on derivative instruments charged to other expenses: PLN -43m in Q1 2018, vs net gain of PLN +53m in Q1 2017.
- Cost of transactions hedging gas prices at PLN +4m in Q1 2018 vs PLN +45m in Q1 2017.

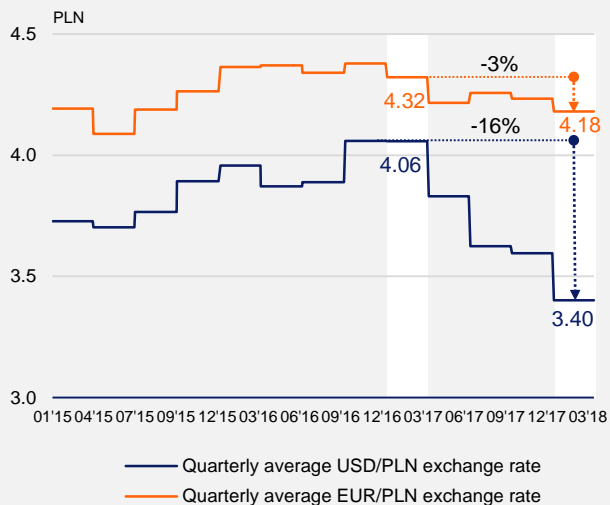


\* Data restated to ensure comparability following the adoption of amended IFRS 15.

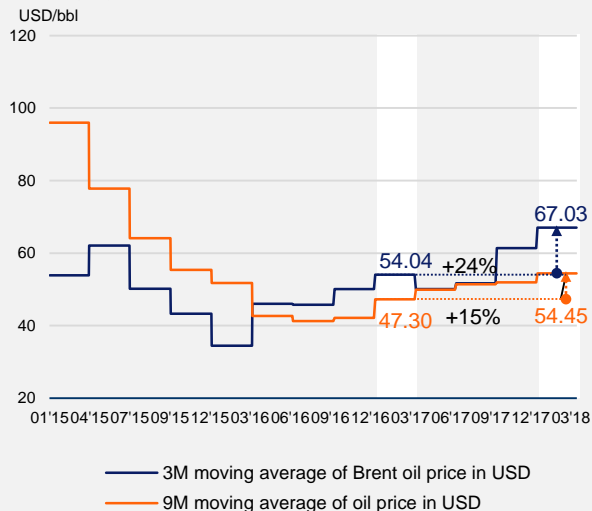
\*\* Other expenses shown above do not include taxes and charges, or impairment losses on property, plant and equipment and intangible assets.

# Performance drivers

- PLN strengthening yoy against both EUR and USD

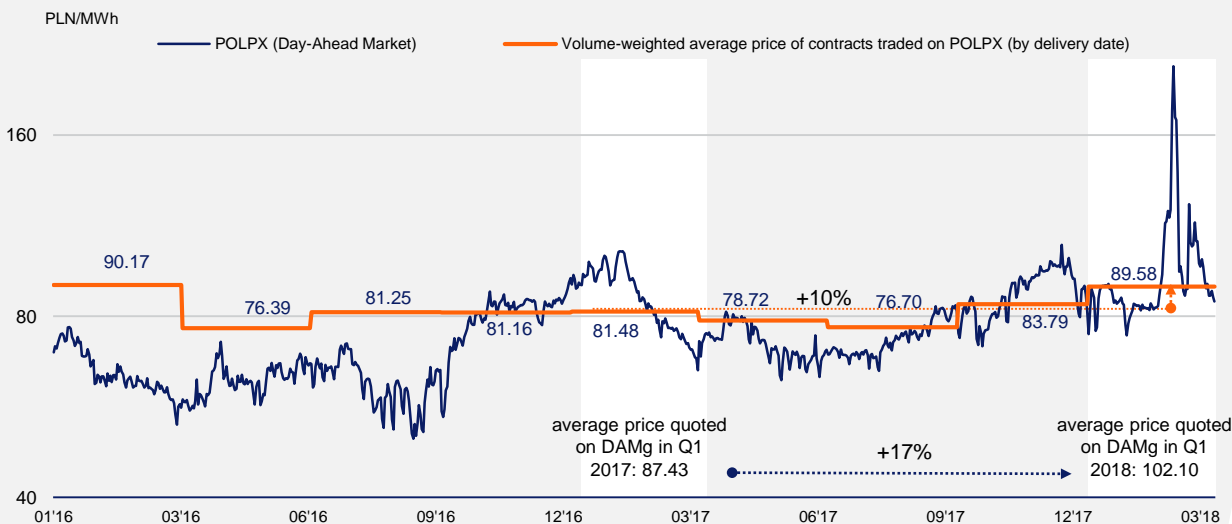


- 9-month average crude oil price up 15% yoy in Q1 2018



- Revenue up on high gas sales volumes, with unit cost of gas rising.

- Gas prices quoted on the POLPX Day-Ahead Market and the average price of contracts weighted by volume



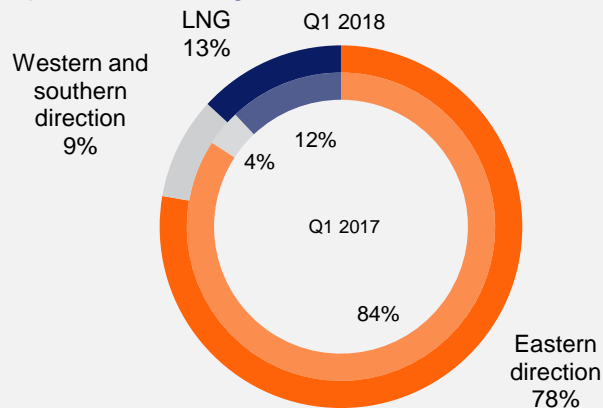
## Comments:

- Selling prices at POLPX: the largest volumes of gas were traded on the POLPX and other gas exchanges under contracts with maturities of a quarter, season (summer/winter) and year. These were complemented by monthly/weekly futures and spot contracts.
- The volume-weighted average price of contracts traded on the POLPX for a given quarter is calculated based on the prices of contracts for delivery in that quarter.



# Gas sales and imports structure

## Imports of natural gas to Poland



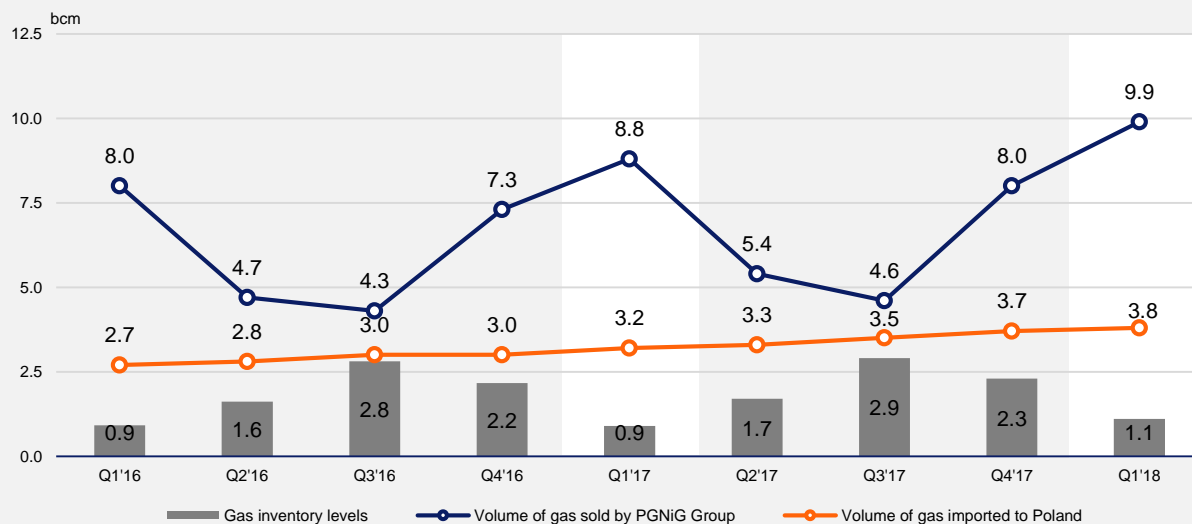
## Gas sales outside the PGNiG Group by company

| [mcm]               | Q1 2017 | Q1 2018      | Δ%   |
|---------------------|---------|--------------|------|
| <b>PGNiG Group:</b> | 8,781   | <b>9,905</b> | +13% |
| <i>PGNiG SA</i>     | 5,387   | <b>5,944</b> | +10% |
| <i>PGNiG OD</i>     | 2,744   | <b>2,963</b> | +8%  |
| <i>PST</i>          | 649     | <b>998</b>   | +54% |

Lower share of sources east of Poland, with an increased role of sources south and west of Poland as well as LNG, in total gas imports in Q1 2018.

PGNiG Group gas sales volumes up 1.1 bcm yoy in Q1 2018. Higher sales to industrial customers, mainly refineries and petrochemical plants, as well as power and heat producers.

## PGNiG Group's gas sales volumes, gas inventory levels, and gas imports



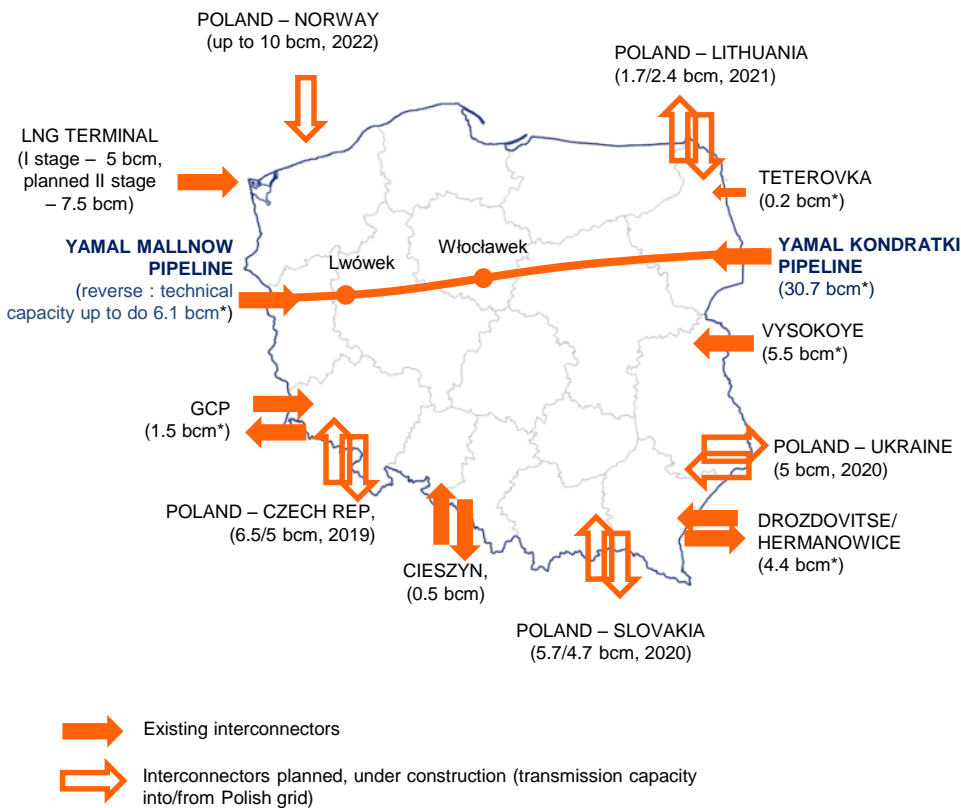
## Comments:

LNG terminal stocks: 96 mcm after regasification (as at March 31st 2018).

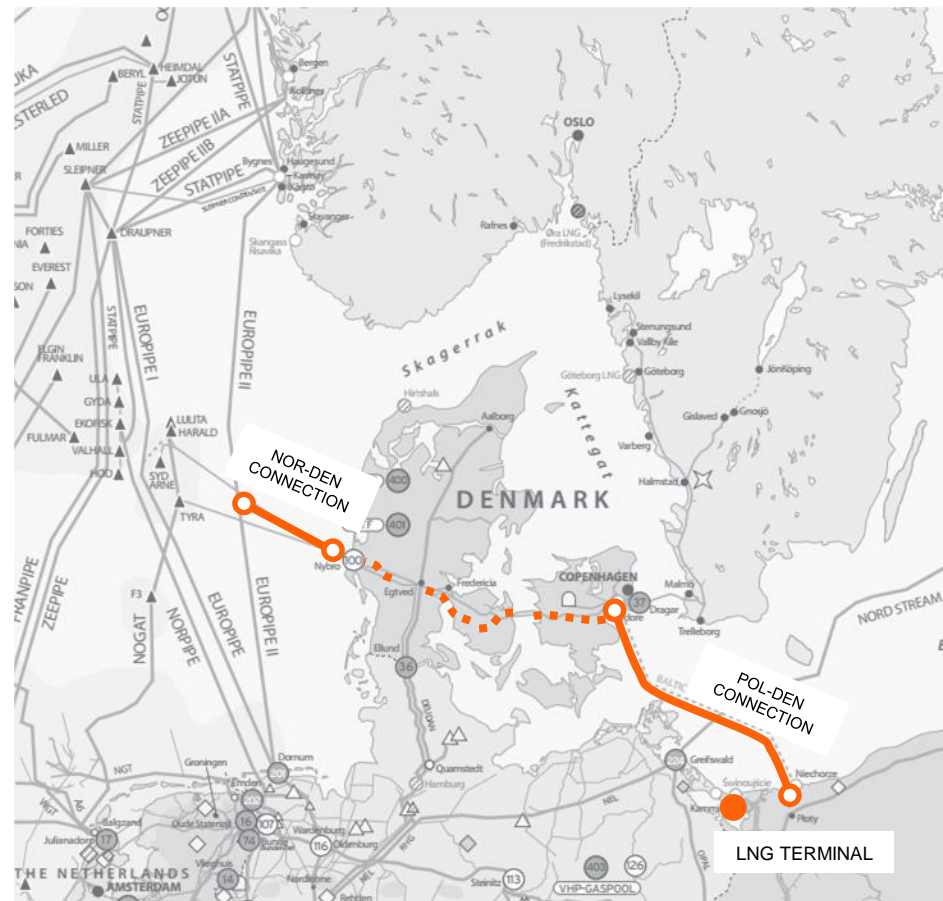


# Gas transport routes

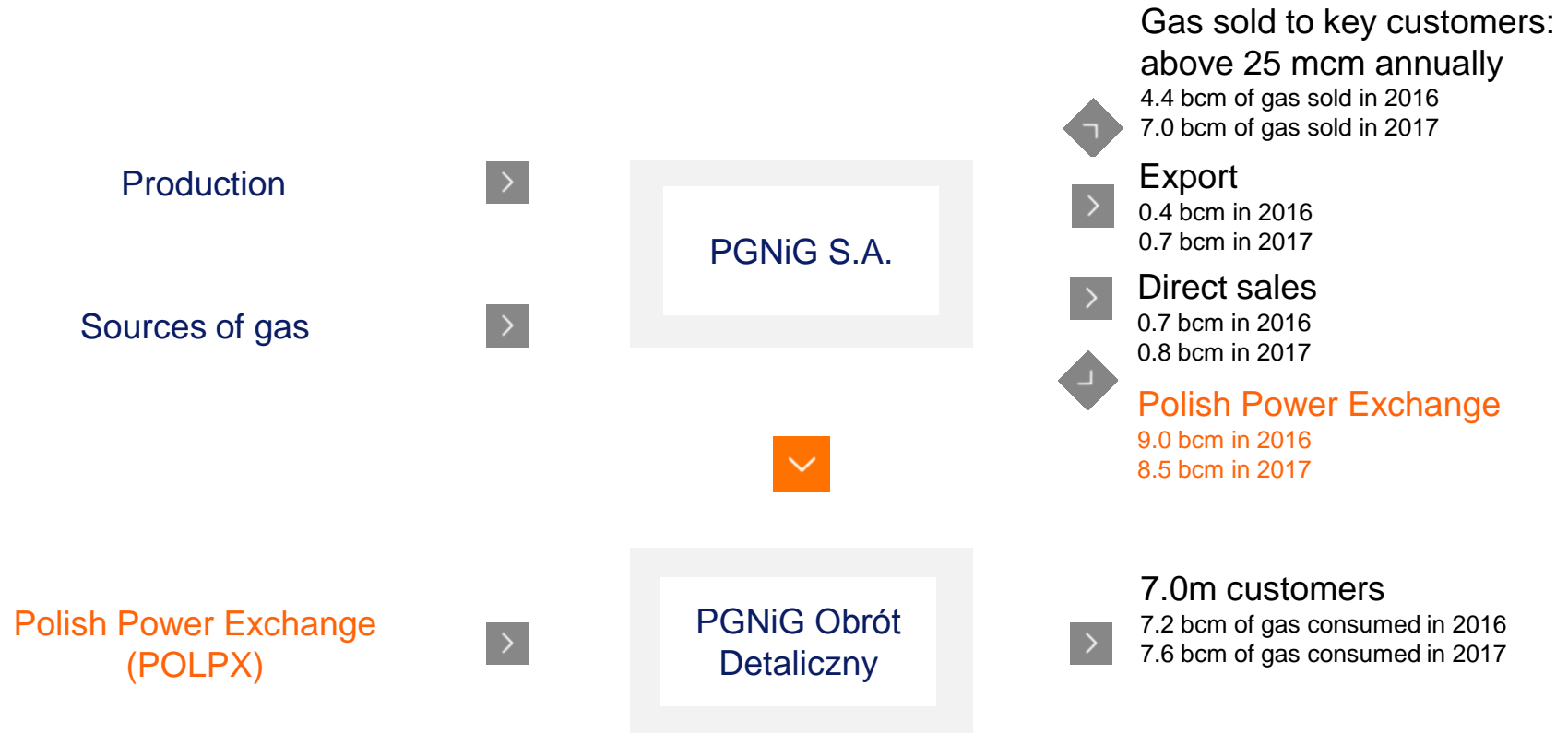
## > Interconnections



## > Northern Gate Project



# Gas trading and retail sales



Sales made on POLPX by PGNiG SA and purchases made on POLPX by PGNiG Obrót Detaliczny, which commenced operations on August 1st 2014, **are not subject to elimination from the consolidated financial statements**, and are disclosed under the Trade and Storage segment.

# Changes on the Polish gas market

| Gas sales volume (mcm)                | 2014 | 2015 | 2016 | 2017        |
|---------------------------------------|------|------|------|-------------|
| Total PGNiG Group                     | 18.6 | 23.0 | 24.3 | <b>26.8</b> |
| PGNiG SA (without Pakistan)           | 13.8 | 13.2 | 14.5 | <b>16.9</b> |
| <i>including PGNiG SA through PPE</i> | 3.7  | 8.1  | 9.0  | <b>8.4</b>  |
| PGNiG Obrót Detaliczny (Retail)       | 3.0  | 7.5  | 7.3  | <b>7.6</b>  |

> Gas market deregulation is affecting PGNiG's share in imports and sales structure

> Since August 1st 2014, the PGNiG Group's gas sales volumes have included both PGNiG SA's sales through the exchange and PGNiG OD's sales to end customers and on the exchange.

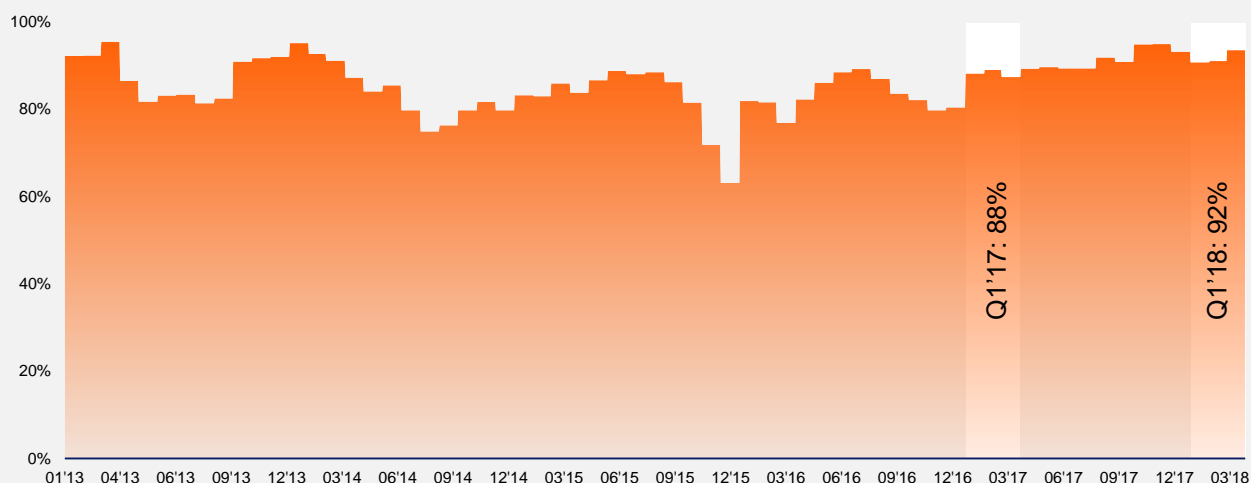
> Nitrogen-rich gas presented in the table as Group E gas equivalent.

\* Notes:

> The chart presents PGNiG SA's share in gas flowing into Poland through OGP Gaz-System's entry points (excluding transit volumes via the Yamal pipeline and including volumes for export), monthly data. The increase of PGNiG's share in imports observed in Q1 2016 caused mainly by reduced exports to Ukraine.

> Data in the chart do not show PGNiG SA's share in the Polish gas market. They have been sourced from reports published by OGP Gaz-System on the volumes of gas flowing through interconnectors.

> PGNiG's share in gas imports to Poland\*





# Tariff Model in Poland

| Type of activity           | Regulatory mechanism  |
|----------------------------|---|
| Direct sales               | None  |
| Gas sales                  | Cost of gas + operating costs + margin  |
| Retail                     | PGNiG Retail's cost base including cost of gas on PPE                                   |
| Wholesale                  | Including cost of imports + cost of production (with return on capital invested in E&P) |
| Storage (until March 2018) | Cost + return on capital (6.0% WACC x PLN 3.6bn RAB)                                    |
| Distribution (set in 2018) | Cost + return on capital (6.2% WACC x PLN 12.1bn RAB)                                   |

## Detariffication schedule for gas market in Poland



Eliminating gas fuel trading tariffs for wholesalers and end customers purchasing gas fuel (i) at a virtual gas trading point, (ii) in the form of LNG or CNG, and (iii) under tender, auction or public procurement procedures pursuant to the provisions of the Public Procurement Law.

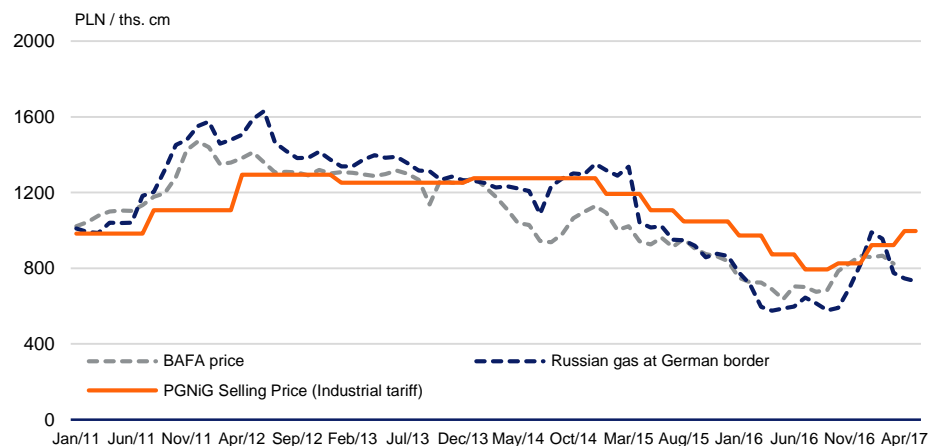


Eliminating gas fuel trading tariffs for other business customers (including both bigger industrial companies and small & medium enterprises).

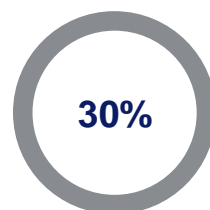


Maintained the obligation of providing tariffs for households.

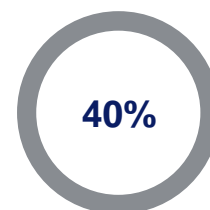
## Monthly average gas prices in European import contracts and PGNiG tariff price



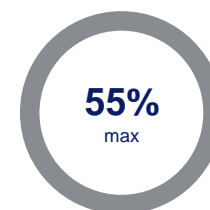
## Levels of obligatory trading on Polish Power Exchange



In 2013



From January 1, 2014

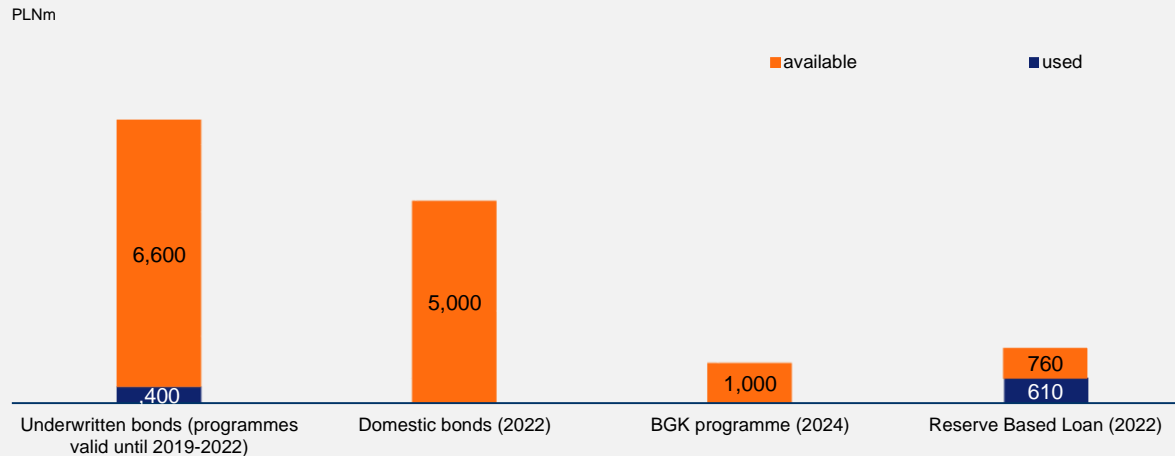


From January 1, 2015

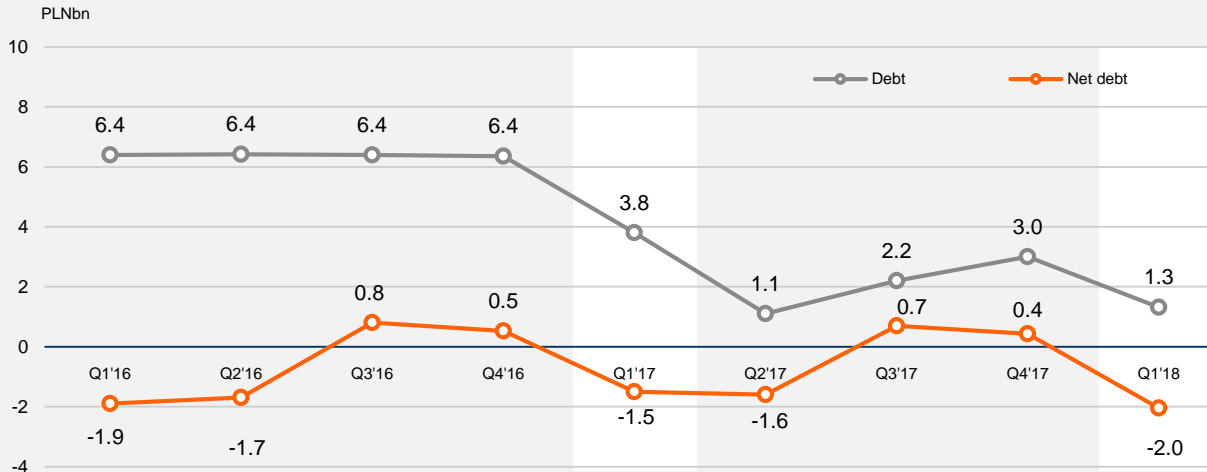
Liberalization of gas market in Poland is being implemented, based on obligatory trading on gas exchange in Warsaw and gradual removal of tariffs for certain segments of industrial customers.

# Debt and sources of funding

## > Sources of funding (as at March 31st 2018)



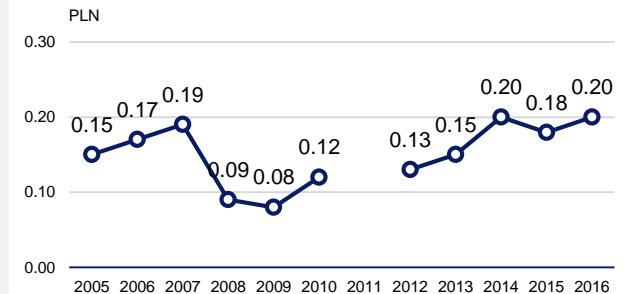
## > Debt at quarter end



## Comments:

- > On December 21st 2017, due to a mismatch between its investment programme and the PLN 1.5bn bond programme of July 4th 2012, PGNiG TERMIKA entered into agreements terminating the bond programme. As a result, the total value of guaranteed bonds reached PLN 7bn.
- > On December 21st 2017, PGNiG S.A. signed a PLN 5bn bond programme agreement. The issue is organised by: ING Bank Śląski S.A., Bank Polska Kasa Opieki S.A., Bank Handlowy w Warszawie S.A., and Bank BGŻ BNP Paribas S.A.

## > Dividend per share

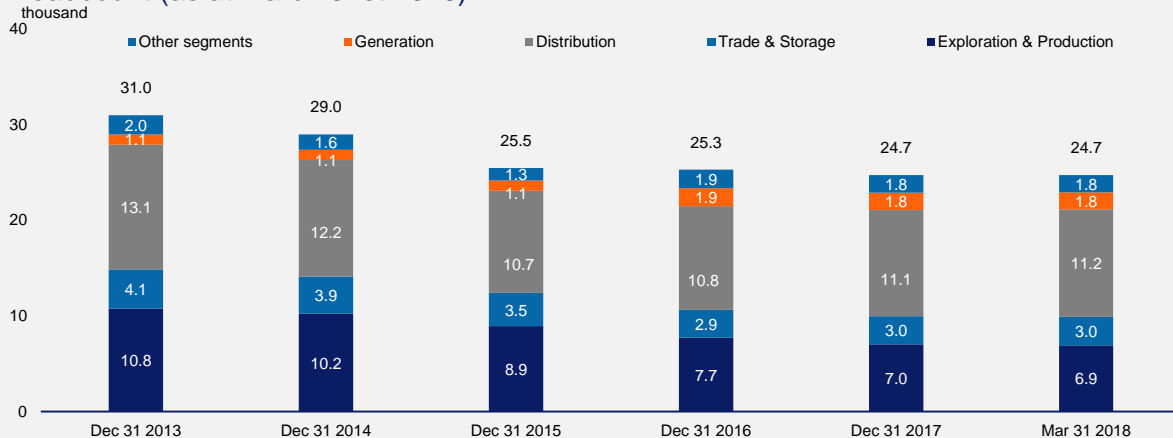


- > Strategic objective: up to 50% of consolidated net profit to be distributed as dividend in 2015-2022 (provided that the financial condition is stable and financing for investment projects is secured).

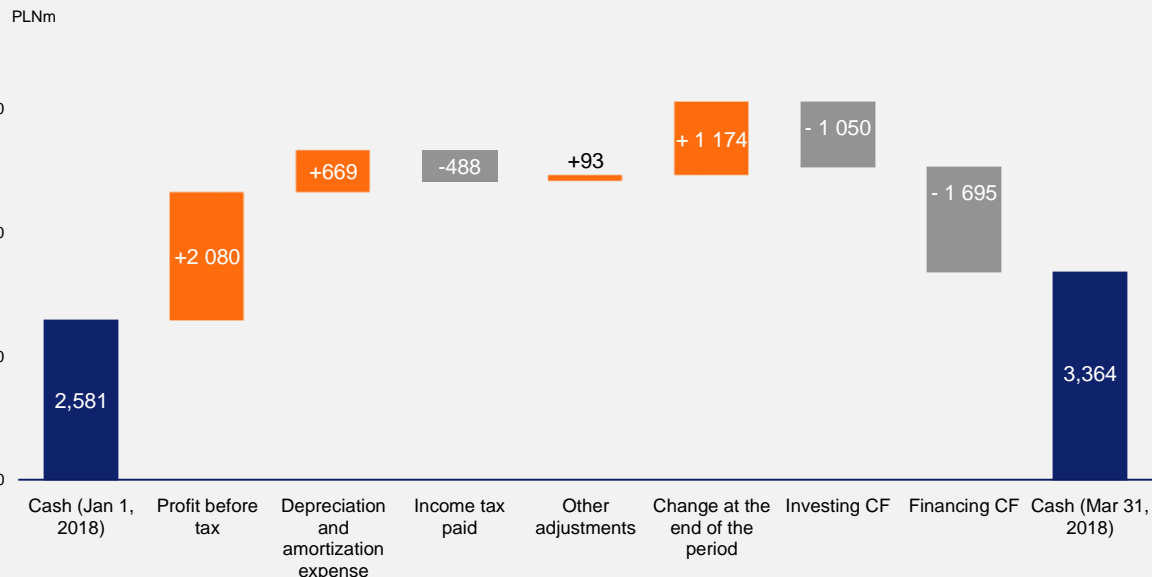


# Statement of financial position, statement of cash flows, financial ratios and headcount

## > Headcount (as at March 31st 2018)\*



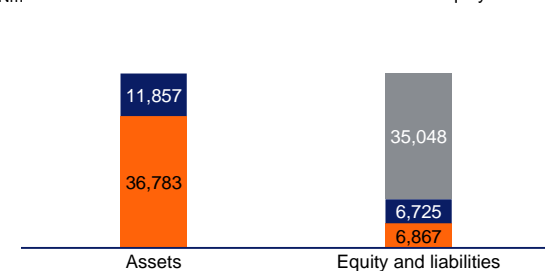
## > Consolidated cash flows (Jan 1–Mar 31 2018)



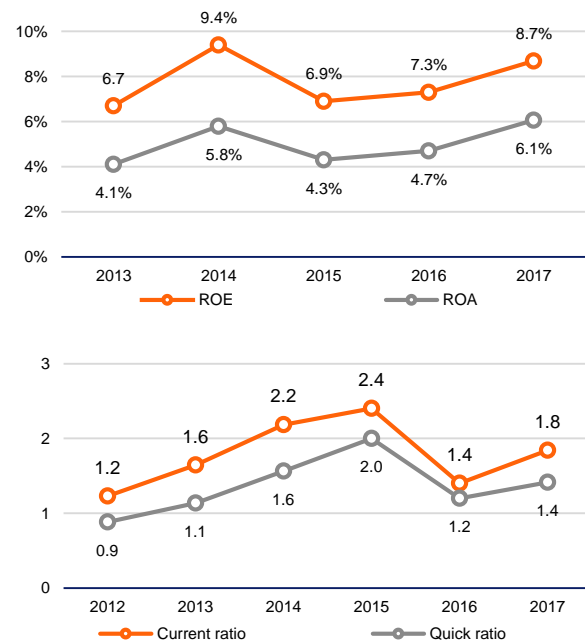
\* Changes in the presentation of corporate centre data, leading to changes in the Trade & Storage and Other segments in 2016.

## > Group's statement of financial position (as at March 31st 2018)

PLNm



## > Profitability and liquidity ratios



# Production and sales volumes

| <b>NATURAL GAS PRODUCTION BY THE PGNIG GROUP [mcm]</b> | <b>Q1 2018</b> | <b>FY 2017</b> | <b>Q4 2017</b> | <b>Q3 2017</b> | <b>Q2 2017</b> | <b>Q1 2017</b> | <b>FY 2016</b> | <b>Q4 2016</b> | <b>Q3 2016</b> | <b>Q2 2016</b> | <b>Q1 2016</b> |
|--|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| HIGH-METHANE GAS (E)                                   | 464            | 1,863          | 461            | 459            | 469            | 474            | 1,919          | 473            | 449            | 487            | 509            |
| <i>including in Poland</i>                             | 323            | 1,315          | 335            | 325            | 327            | 328            | 1,401          | 347            | 346            | 349            | 359            |
| <i>including in Norway</i>                             | 141            | 548            | 126            | 134            | 142            | 146            | 518            | 126            | 103            | 138            | 150            |
| NITROGEN-RICH GAS (Ls/Lw as E equiv.)                  | 719            | 2,674          | 731            | 664            | 567            | 712            | 2,540          | 692            | 582            | 596            | 670            |
| <i>including in Poland</i>                             | 674            | 2,524          | 684            | 627            | 533            | 680            | 2,481          | 670            | 570            | 584            | 657            |
| <i>including in Pakistan</i>                           | 45             | 150            | 47             | 37             | 34             | 32             | 59             | 22             | 12             | 12             | 13             |
| <b>TOTAL (measured as E equivalent)</b>                | <b>1,183</b>   | <b>4,537</b>   | <b>1,192</b>   | <b>1,123</b>   | <b>1,036</b>   | <b>1,186</b>   | <b>4,458</b>   | <b>1,165</b>   | <b>1,031</b>   | <b>1,083</b>   | <b>1,179</b>   |

## **NATURAL GAS SALES at PGNiG Group [mcm]**

|   |              |               |              |              |              |              |               |              |              |              |              |
|---|--------------|---------------|--------------|--------------|--------------|--------------|---------------|--------------|--------------|--------------|--------------|
| HIGH-METHANE GAS (E)                            | 9,414        | 25,291        | 7,603        | 4,298        | 5,079        | 8,311        | 22,895        | 6,921        | 4,004        | 4,410        | 7,560        |
| <i>including PST sales outside PGNiG Group</i>  | 998          | 2,186         | 603          | 452          | 482          | 649          | 2,510         | 561          | 614          | 571          | 764          |
| NITROGEN-RICH GAS (Ls/Lw as E equiv.)           | 491          | 1,496         | 419          | 296          | 312          | 469          | 1,371         | 417          | 244          | 298          | 412          |
| <b>TOTAL (measured as E equivalent)</b>         | <b>9,905</b> | <b>26,787</b> | <b>8,022</b> | <b>4,594</b> | <b>5,391</b> | <b>8,780</b> | <b>24,266</b> | <b>7,338</b> | <b>4,248</b> | <b>4,708</b> | <b>7,972</b> |
| <i>including sales directly from the fields</i> | 237          | 796           | 226          | 182          | 161          | 227          | 718           | 209          | 129          | 172          | 208          |

## **NATURAL GAS IMPORTS by PGNiG SA [mcm]**

|  |       |        |       |       |       |       |        |       |       |       |       |
|--|-------|--------|-------|-------|-------|-------|--------|-------|-------|-------|-------|
| Total                                    | 3,837 | 13,714 | 3,673 | 3,488 | 3,334 | 3,219 | 11,527 | 2,968 | 3,020 | 2,837 | 2,702 |
| <i>including: sources east of Poland</i> | 2,982 | 9,656  | 2,540 | 1,889 | 2,518 | 2,709 | 10,248 | 2,539 | 2,429 | 2,623 | 2,657 |
| <i>including: LNG</i>                    | 505   | 1,715  | 383   | 470   | 475   | 387   | 974    | 380   | 384   | 210   | -     |

## **CRUDE OIL, PGNiG Group (thousand tonnes)**

|  |     |       |     |     |     |     |       |     |     |     |     |
|--|-----|-------|-----|-----|-----|-----|-------|-----|-----|-----|-----|
| Production of crude oil and condensate | 348 | 1,257 | 329 | 313 | 269 | 346 | 1,318 | 344 | 298 | 328 | 348 |
| <i>including in Poland</i>             | 208 | 787   | 220 | 203 | 148 | 216 | 763   | 207 | 177 | 176 | 203 |
| <i>including in Norway</i>             | 140 | 470   | 109 | 110 | 121 | 130 | 555   | 137 | 121 | 152 | 145 |
| Sales of crude oil and condensate      | 429 | 1,270 | 313 | 251 | 316 | 390 | 1,346 | 325 | 287 | 336 | 398 |
| <i>including in Poland</i>             | 210 | 791   | 222 | 190 | 161 | 218 | 753   | 198 | 179 | 171 | 205 |
| <i>including in Norway</i>             | 219 | 479   | 91  | 61  | 155 | 172 | 593   | 127 | 108 | 165 | 193 |

## **GENERATION**

|   |        |        |        |       |       |        |        |        |       |       |        |
|---|--------|--------|--------|-------|-------|--------|--------|--------|-------|-------|--------|
| Production of heat, net (sales) (TJ)                                  | 19,037 | 42,487 | 14,195 | 3,472 | 6,732 | 18,088 | 39,527 | 15,079 | 2,945 | 5,351 | 16,152 |
| Production of electricity, net, secondary generation (for sale) (GWh) | 1,539  | 3,882  | 1,280  | 407   | 737   | 1,458  | 3,604  | 1,204  | 418   | 592   | 1,390  |



# Changes in the presentation of services under IFRS 15

> Effect of the implementation of IFRS 15 on the consolidated statement of profit or loss

| 2017 consolidated statement of profit and loss (PLNm) | Q1 2017 before restatement | effect | Q1 2017 after restatement |
|---|----------------------------|--------|---------------------------|
| Revenue, including:                                   | 11,652                     | -37    | 11,615                    |
| Revenue from sales of gas                             | 9,468                      | -1,234 | 8,234                     |
| Other revenue   | 2,184                      | 1,197  | 3,381                     |
| Operating expenses (excl. D&A), including:            | -8,883                     | 37     | -8,846                    |
| Transmission services                                 | -294                       | 34     | -260                      |
| Other services  | -361                       | 3      | -358                      |
| 2018 consolidated statement of profit and loss (PLNm) | Q1 2018 before restatement | effect | Q1 2018 after restatement |
| Revenue, including:                                   | 13,297                     | -50    | 13,247                    |
| Revenue from sales of gas                             | 10,853                     | -1,291 | 9,562                     |
| Other revenue   | 2,444                      | 1,241  | 3,685                     |
| Operating expenses (excl. D&A), including:            | -10,623                    | 50     | -10,573                   |
| Transmission services                                 | -311                       | 42     | -269                      |
| Other services  | -400                       | 8      | -392                      |

- > The Group has applied the requirements of new IFRS 9 and IFRS 15 with the use of a modified retrospective approach, effective as of January 1st 2018 and, as prescribed by IFRS, did not restate the comparative period data in the interim report.
- > To facilitate the interpretation of financial results, this slide provides a simplified overview of the impact of IFRS 15 on the presentation of the Q1 2017 and Q1 2018 figures.
- > **The next slides compare Q1 2018 with Q1 2017 restated according to IFRS 15.**

## IFRS 9 *Financial Instruments*

- > changes to the rules for classification and measurement of financial assets,
- > introduction of a new model for determining expected credit losses and
- > changes in hedge accounting requirements.

## IFRS 15 *Revenue from Contracts with Customers*

- > Group companies which identified their role with respect to specific goods or services as that of an agent changed the manner of presentation of relevant revenue and expenses. Revenue is recognised in the amount of net consideration.
- > In respect of gas transmission and electricity distribution services, the Group has no control over the main features or price of such services, acting solely as an agent. Revenue from sales of gas distribution services is recognised in an amount equal to the full value of such services provided to customers from outside the PGNiG Group.



# Effects of presentation changes under IFRS 15 – segments

| Without presentation changes under IFRS 15 | Q1 2017 | Q1 2018 |
|--|---------|---------|
| <b>Trade and Storage</b>                   |         |         |
| Revenue                                    | 9,932   | 11,506  |
| Operating expenses (excl. D&A)             | -9,574  | -11,327 |
| <b>Distribution</b>                        |         |         |
| Revenue                                    | 1,469   | 1,551   |
| Sales to external customers                | 260     | 294     |
| Inter-segment sales                        | 1,209   | 1,257   |
| Operating expenses (excl. D&A)             | -777    | -788    |
| <b>Effect of IFRS 15</b>                   |         |         |
| <b>Trade and Storage</b>                   |         |         |
| Revenue                                    | -1,235  | -1,297  |
| Operating expenses (excl. D&A)             | 1,235   | 1,297   |
| <b>Distribution</b>                        |         |         |
| Revenue                                    | 0       | 0       |
| Sales to external customers                | 1,198   | 1,247   |
| Inter-segment sales                        | -1,198  | -1,247  |
| Operating expenses (excl. D&A)             | 0       | 0       |
| <b>New manner of presentation</b>          |         |         |
| <b>Trade and Storage</b>                   |         |         |
| Revenue                                    | 8,697   | 10,209  |
| Operating expenses (excl. D&A)             | -8,339  | -10,030 |
| <b>Distribution</b>                        |         |         |
| Revenue                                    | 1,469   | 1,551   |
| Sales to external customers                | 1,458   | 1,541   |
| Inter-segment sales                        | 11      | 10      |
| Operating expenses (excl. D&A)             | -777    | -788    |

- > The Trade and Storage segment acts as a agent with respect to gas distribution, gas transmission and electricity distribution services. Therefore, revenue and expenses are recognised in net amounts.
- > In the Distribution segment, the presentation change consists in the recognition of revenue from sales of distribution services provided to customers from outside the PGNiG Group as sales to external customers.
- > The next slides compare Q1 2018 according to the new standards with Q1 2017 restated according to IFRS 15.

# Glossary

|             |   |
|-------------|---|
| 2P          | Proven reserves of fossil fuels   |
| bbf         | Barrel  |
| BGK         | Bank Gospodarstwa Krajowego   |
| boe / mmboe | Barrel of oil equivalent / Million barrel of oil equivalent (one barrel is approx, 0,136 tonnes)        |
| CAGR        | Compound annual growth rate   |
| CAPEX       | Capital expenses  |
| CNG         | Compressed Natural Gas  |
| cm / bcm    | cubic meters / billion cubic meters   |
| D&A         | Depreciation and Amortization   |
| DCF         | Discounted cash flow  |
| EBIT        | Earnings before interest and taxes  |
| EBITDA      | Earnings before interest, taxes, depreciation and amortization  |
| JV          | Joint Venture   |
| LNG         | Liquefied Natural Gas   |
| PPE         | Polish Power Exchange   |
| PSG         | Polska Spółka Gazownictwa   |
| PST         | PGNiG Supply & Trading GmbH   |
| RAB         | Regulatory Asset Base   |
| WIG 20      | Capitalization-weighted stock market index of the twenty largest companies on the Warsaw Stock Exchange |
| WSE         | Warsaw Stock Exchange   |

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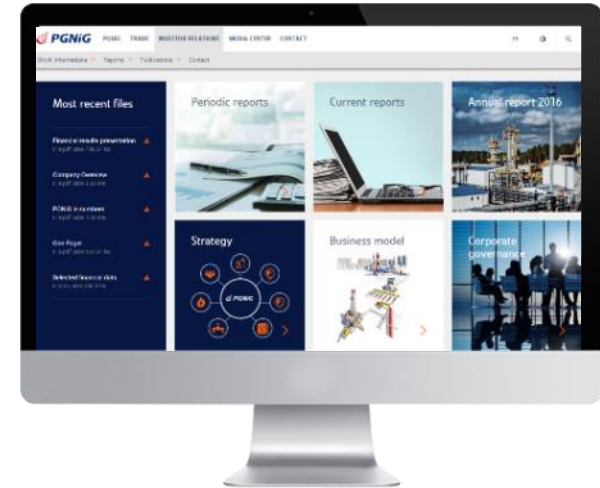
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