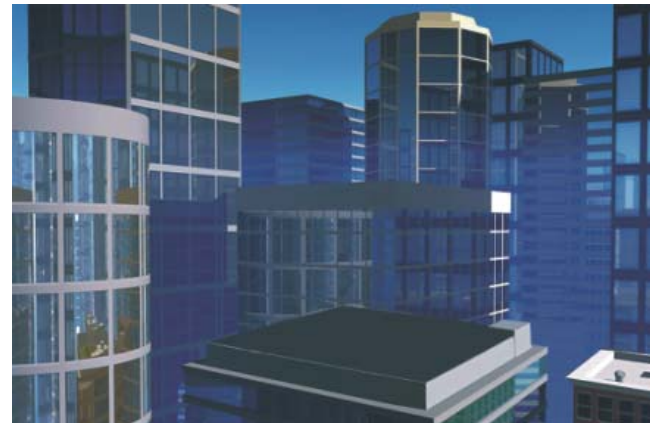


GEK TERNA GROUP



GEK TERNA Group: Business Divisions

Business Divisions

Energy

Concessions

Construction

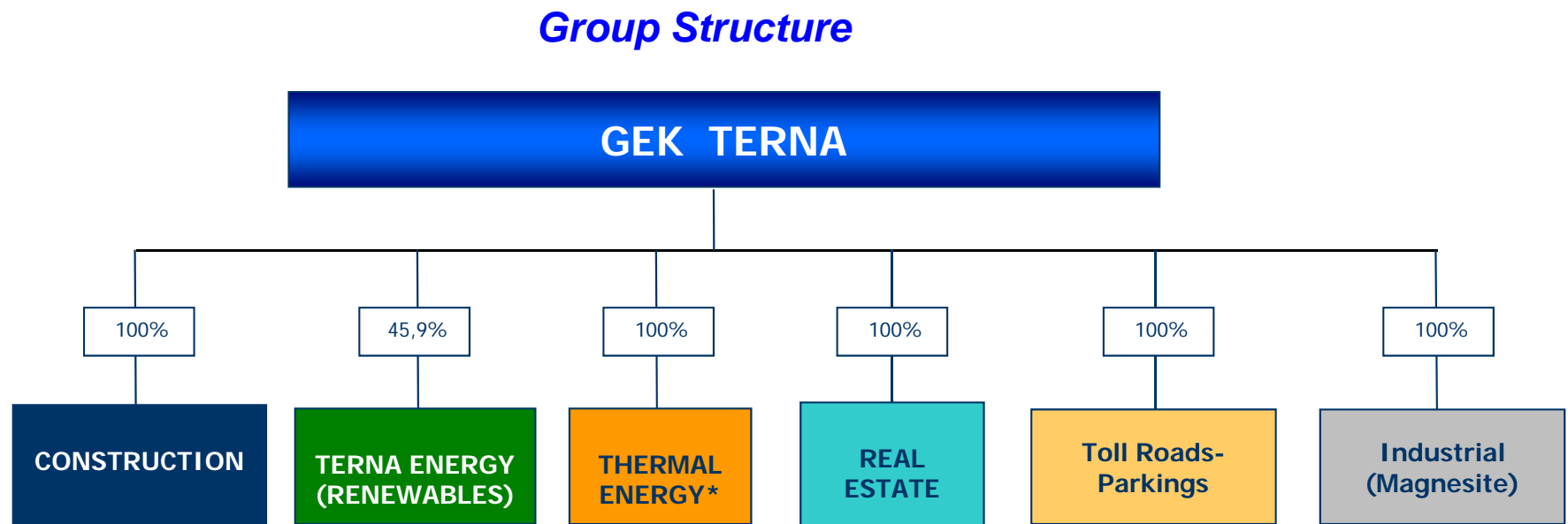
Industrial

Real Estate

GEK TERNA Group: Overview

- **GEK TERNA** is the parent company of the group, consolidating all activities: **Thermal Energy, Toll roads, Construction, Real Estate, Industrial** activity
- **Renewable Energy** activity under **TERNA ENERGY**

Group Structure



CONSTRUCTION

ENERGY

REAL ESTATE

CONCESSIONS

Industrial

* 50% ownership in the first plant (HERON 1) and 25% in HERON 2 after the deals with GDF SUEZ and Qatar Petroleum

Investment points



Achievements

- **One of the leading positions** in Construction, Energy, Real Estate, Concessions in Greece
- The Group has already been established **in key markets outside Greece (S.E Europe, MENA region etc) in Energy, Real Estate and Construction**
- Strong **capital structure**, which reassures
 - ✓ easier access in financing investment opportunities

Strategy

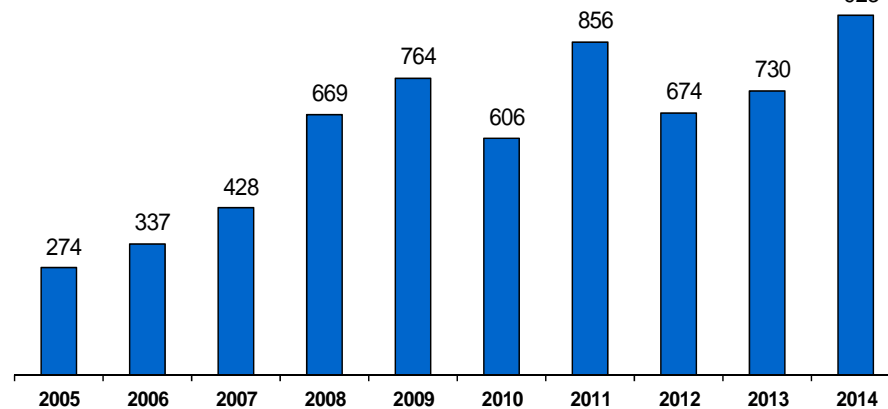
In Renewables, 1.000 MW totally installed in the coming years

Construction cash flow will support investments of the Group

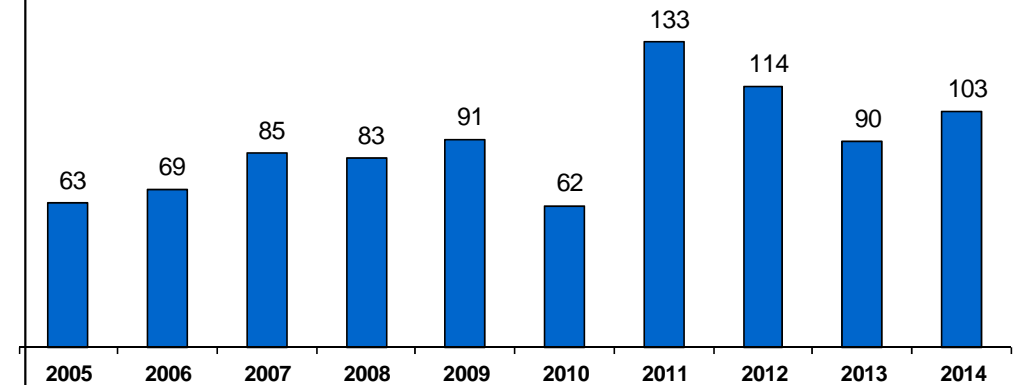
**Magnesite mine will enhance growth in the future – a new stable activity
which further improves risk profile of the Group**

Historical IFRS Financials – GEK TERNA

SALES(€m)

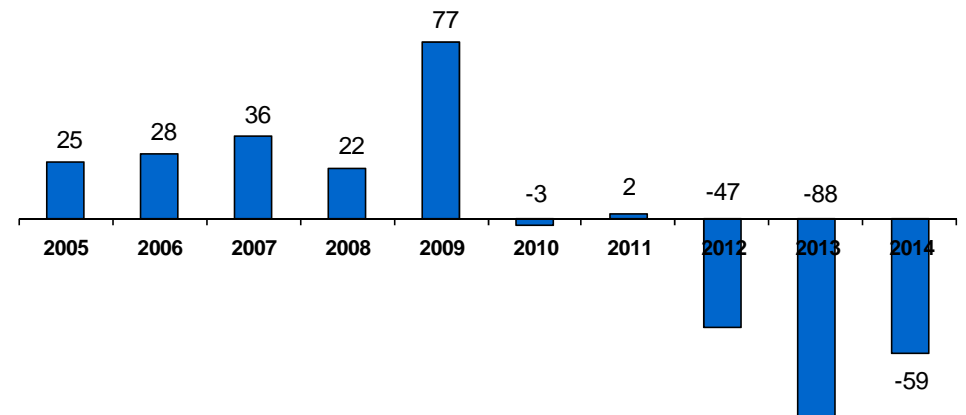


EBITDA (€m)



Within 2012-2014, significant
impairments
in real estate and construction

Net Profit (€m)



Segments – Results

| million € | SALES | | | EBITDA | | | EBIT | | | NET INCOME bm | | |
|----------------|-------|-------|-------|--------|-------|--------|-------|-------|--------|---------------|-------|-------|
| Segments | FY 14 | FY 13 | Ch% | FY 14 | FY 13 | Ch% | FY 14 | FY 13 | Ch% | FY 14 | FY 13 | Ch% |
| Construction | 793.5 | 491.3 | 61.5 | 35.9 | 24.9 | 44.5 | 3.9 | 4.8 | -17.9 | -38.9 | -61.9 | 37.2 |
| Renewables | 110.3 | 105.7 | 4.36 | 74.2 | 70.7 | 5.0 | 41.7 | 36.6 | 14.2 | 8.2 | 6.6 | 24.6 |
| Thermal Energy | 12.4 | 0 | N/A | -0.3 | -0.4 | 1.89 | -0.4 | -0.4 | 0 | 4.8 | 10.6 | -54.7 |
| Real Estate | 3.6 | 3.2 | 11.2 | -0.7 | -1,0 | 29.88 | -14.5 | -12.5 | -15.4 | -29.8 | -44.5 | 33.0 |
| Concessions | 0.7 | 0.7 | 0 | -2.3 | -0.7 | -218.4 | -2.6 | -0.9 | -183.9 | 1.2 | 11.9 | -90.1 |
| Industrial | 1.9 | 0.6 | 229.4 | -2.2 | -1.5 | -45.86 | -3.9 | -2.6 | -48.14 | -5.0 | -4.1 | -21.3 |
| Holding | 1.5 | 1.4 | 10.79 | -0.6 | -1.4 | 56.9 | -0.6 | -1.5 | 55.85 | 0.6 | -2.9 | 120.7 |
| Total | 923.9 | 602.9 | 53.2 | 103.9 | 90.5 | 14.8 | 23.6 | 23.3 | 1.1 | -59.1 | -84.4 | 30 |

n/a = non applicable

Key consolidated CF items

| € million | FY 2014 | FY 2013 |
|--|---------|---------|
| Operating Cash Flow (after WC changes) | 242.2 | 159.2 |
| Operating cash flow aided by WC management | | |

| € million | FY 2014 | FY 2013 |
|--|---------|---------|
| CAPEX | 111.0 | 55.0 |
| CAPEX expected to accelerate in 2015 mostly due to Renewables', Magnesite and Concessions' investments | | |

Key consolidated BS items – Net Financial Debt

| NET DEBT | FY 2014 | 9M 2014 |
|--|---------|---------|
| Construction | -30.7 | -29.6 |
| Renewables | 257.2 | 272.2 |
| Thermal | -0.7 | -3.2 |
| Real Estate | 80.8 | 83.3 |
| Industrial | 21.4 | 17.8 |
| Concessions | 41.5 | 40.6 |
| Holding | 13.2 | 22.9 |
| Total | 382.8 | 404.1 |
| Net Financial Debt decreased by c22 million in FY 2014 against 9M 2014 | | |

Construction Activity

Construction

Backlog boosted by new orders (undertaking 100% of the motorways' construction) - currently at the record high c3.3 billion

Construction expected to generate strong cash flows and profitability

Domestic Construction Division Outlook

Sustainable cash flow generation

- ✓ Greek Infrastructure Plan up to 201 –c€10 billion
- ✓ Backlog at end H12014: € 3.6 billion

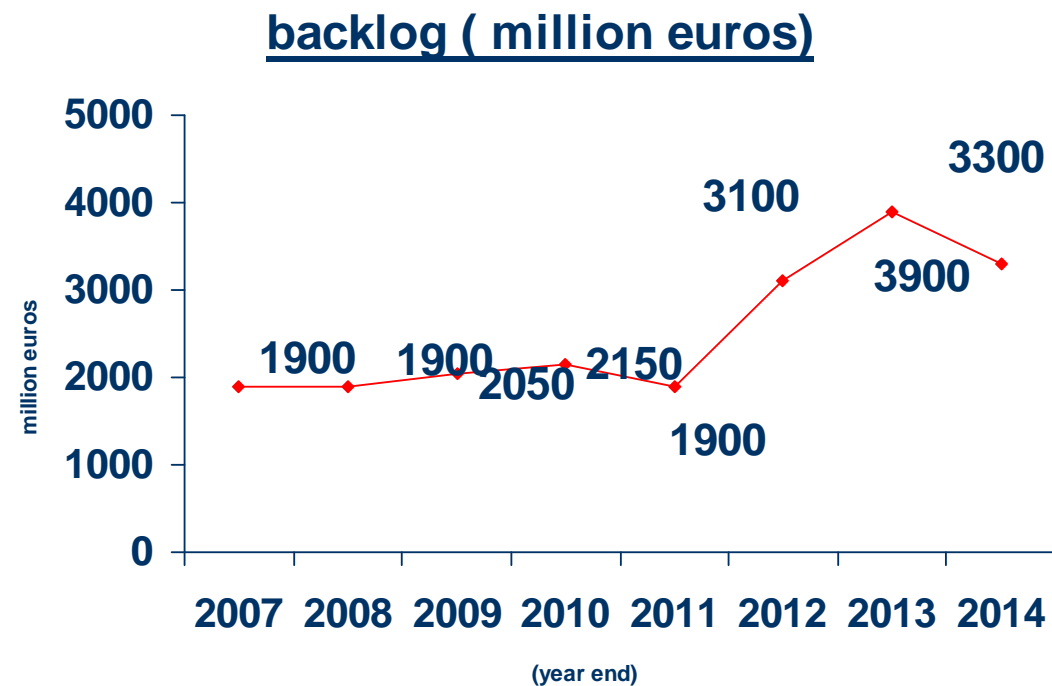
Growth Potential

- ✓ Increase market share: The critical size of the Group enables TERNA to enjoy strong competitive position

Domestic Construction Division Outlook

Ability to renew and enhance backlog

- ✓ Backlog is at record high



Concession Activity

Concessions

Motorway concessions fully restarted

**c95 m equity already injected and c90 m more to be injected
within the coming periods**

Concessions – BOT (GEK TERNA)

| | Status | Development value | Participation now | Participation after construction period |
|-------------------------|--------------------|-------------------|-------------------|---|
| Ionian Road | Under construction | 1.4 billion | 33% | ca 56% |
| Central Greece Motorway | Under construction | 1.7 billion | 33% | ca 50% |
| Olympia Odos Motorway | Under construction | 2.1 billion | 17% | 17% |
| Kastelli Airport | Bid anticipated | 1.2 billion (e) | | |
| Attica roads | Bid anticipated | 1.5 billion (e) | | |

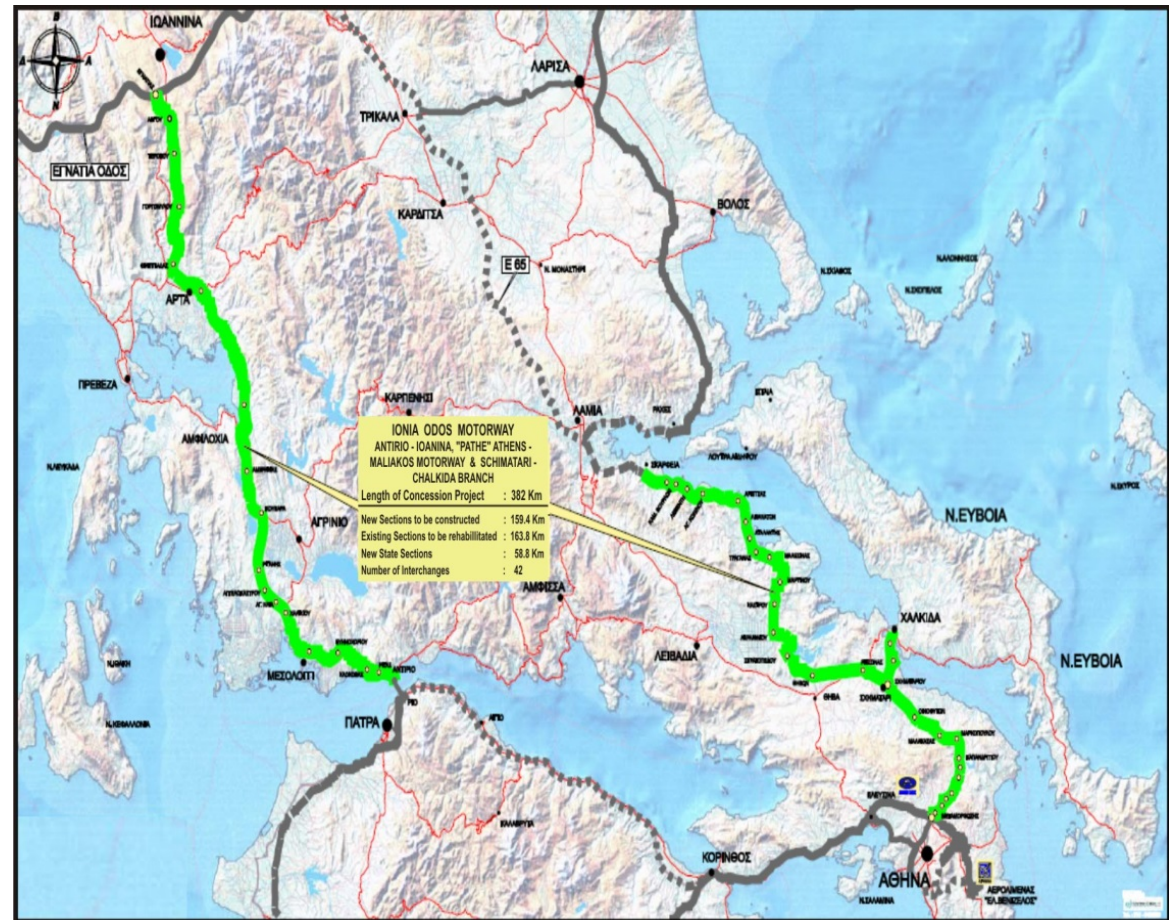
Equity investment for GEK
TERNA in the 3 signed
projects: ca €185 million



**Significant
Value Creation**

Concessions – IONIAN ROAD

- Total separate motorways in Eastern and Western coast of Greece (length: 378.7 km /159 km newly built)
- Estimated construction cost: 1.15 billion euro
- Financing during the construction phase (8 year construction period):
 - Subsidy: 622 million euro
 - Cash flow during construction from the section already in operation: 530 million euro
 - Equity: 192 million (100%)
 - Senior bank debt without recourse to partners: 175 million euro
- Term: 30 years



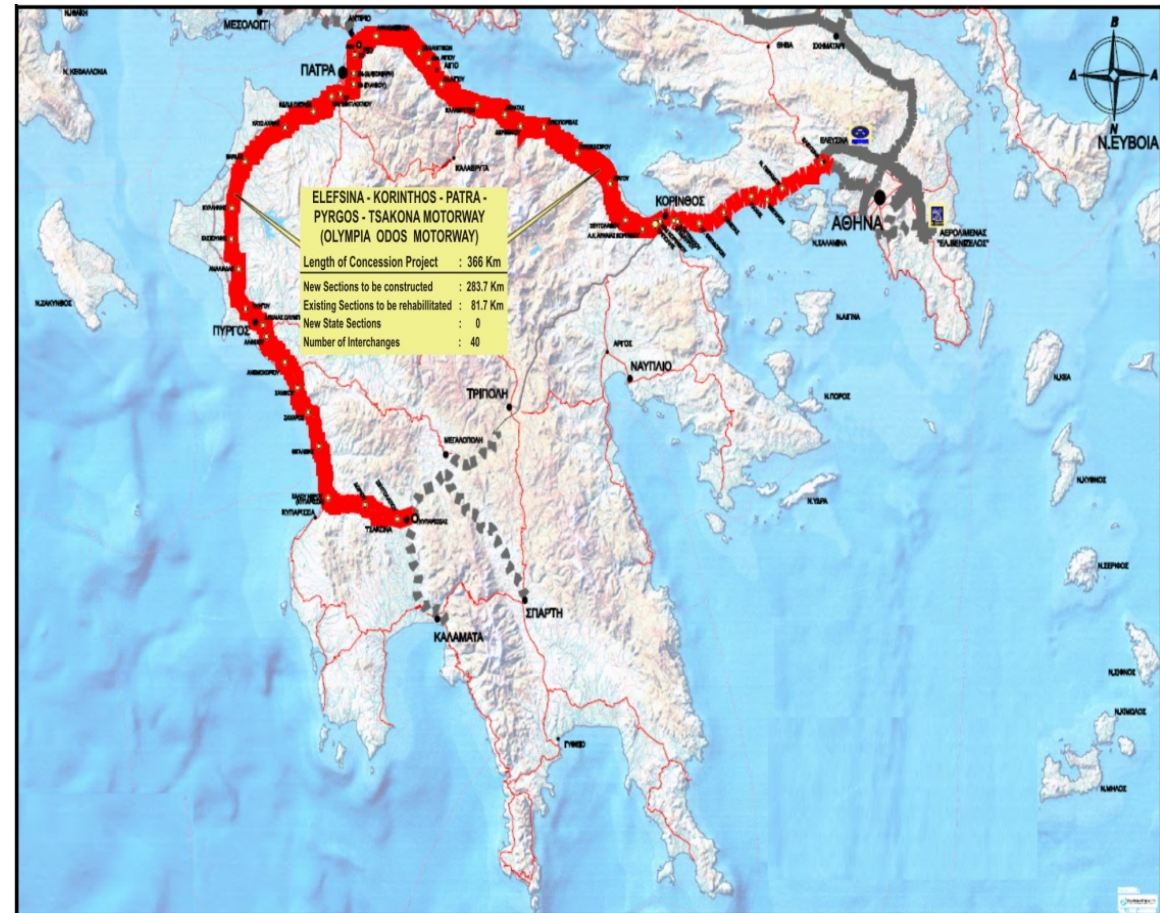
Concessions – CENTRAL GREECE (E65)

- New motorway in Central Greece (total length: 231 km)
- Estimated construction cost: 1.5 billion euro
- 8 year construction period
- Financing:
 - Subsidy: ca 750 million euro
 - Equity: 86.6 million (100%)
 - Senior bank debt without recourse to partners : 451 million euro
- Term: 30 years



Concessions – Olympia Odos

- Motorway in North Peloponnese (total length: 365 km)
- Estimated construction cost: 1.7 billion euro
- 8 year construction period
- Financing:
 - Subsidy: c850 million euro
 - Equity: 209 million (100%)
 - Senior bank debt without recourse to partners : 675 billion euro
- Concession Term: 30 years



Concessions – Parking stations

| Current participations in parking concessions | | | | |
|---|--------------|-------------------|------------------------------------|-----------------------|
| Stations | Capacity | Participation (%) | Net Participation (parking spaces) | Format of Ownership |
| Parking Station Rizari (In operation) | 657 | 21.31% | 140 | Concession until 2031 |
| Parking Station Hospital Agia Sofia Square (In operation) | 651 | 21.31% | 139 | |
| Parking Station Aigiptou Square (In operation) | 361 | 21.31% | 77 | |
| Parking Station Kanigos Square (In operation) | 491 | 21.31% | 105 | |
| Parking Station OLP (In operation) | 885 | 31.52% | 279 | Concession until 2033 |
| Parking Station Ippokratio Hospital in Thessaloniki (In operation) | 528 | 24,7% | 130 | Concession until 2034 |
| Parking Station in Nea Smyrni (In operation) | 665 | 20% | 133 | Concession until 2034 |
| Parking Station in the city of Larissa (In operation) | 280 | 50% | 140 | Concession until 2027 |
| Parking Station Platanos Square in the city of Kifisia (In operation) | 617 | 100% | 617 | Concession until 2035 |
| Parking Station in the city of Volos (In operation) | 161 | 100% | 161 | Concession until 2055 |
| Parking Station Dimitrakopoulou (Kalithea), Parking Station Dioharous, Parking Station A' Nekrotafio (Under Construction) | 1.160 | 22.91% | 26 | Concession until 2036 |
| Parking Station in the city of Kerkira (Under Construction) | 358 | 100% | 358 | Concession until 2041 |
| Parking Spaces Total | 6.814 | | 2.544 | |

Renewable Energy

Renewables – strategy

Become a diversified renewable energy producer targeting 1 GW installed within the coming years

Renewables

Installed capacity increases – 640 MW currently installed

New installations are expected till end 2015 – c100 MW

Portfolio

Diversified portfolio of RES projects

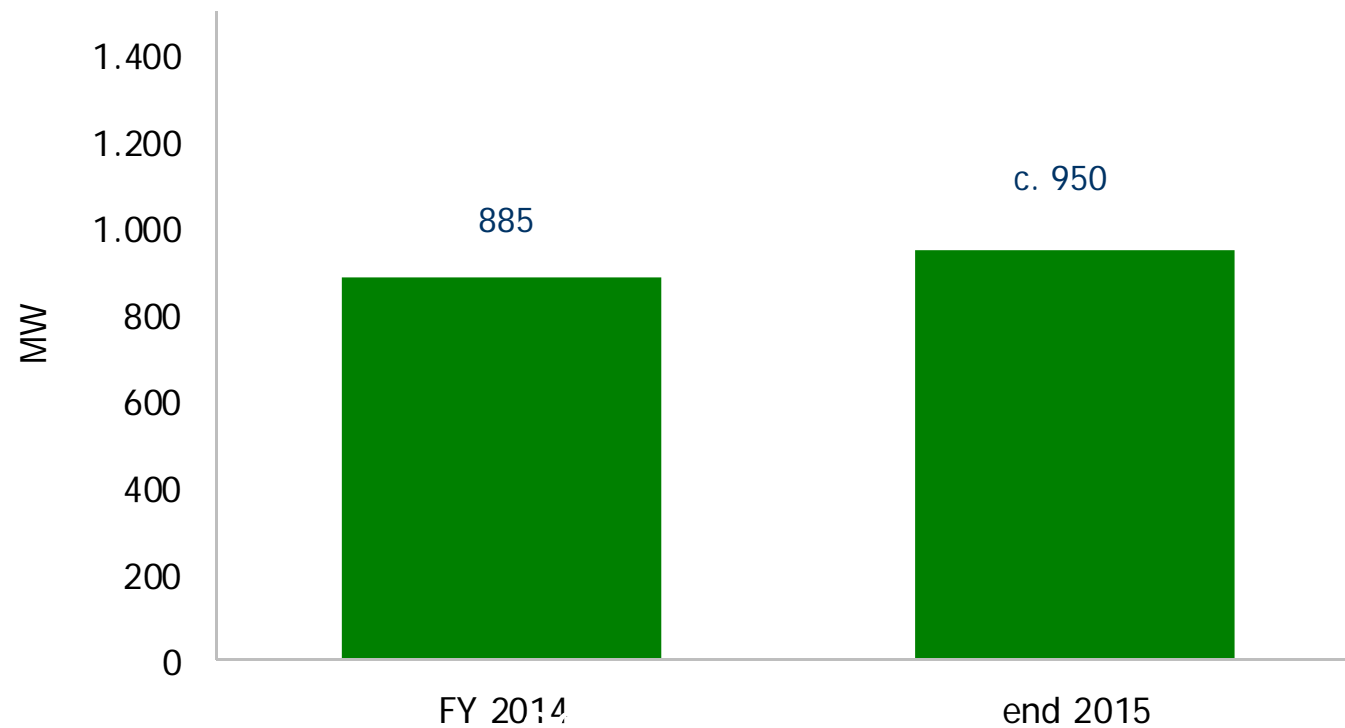
Expansion outside Greece

| Status | | Wind (MW) | SHPS & Pump Storage (MW) | P/V (MW) | Biomass & Co-generation (MW) |
|---|---|-----------|-----------------------------|----------|---------------------------------|
| In operation | <i>Greece 386</i> <i>Poland 86</i> <i>Bulgaria 30</i> <i>USA 138</i> | 614 | 18 | 8.5 | |
| Under construction (or ready to built) | <i>Greece 228</i> <i>Poland 16</i> | 244 | | | |
| With production licence | | 1.638 | 761 | 18 | |
| Application for production license filed | | 3.263 | 3.444 | 15 | 19 |

Wind projects: business plan roll-out

Current RES in operation/under construction or ready to build: 885 MW

Targeted installed/under construction or ready to build capacity at year end



Thermal Energy Activity

Thermal Energy

HERON GAS PLANTS

- HERON operates in the sectors of electric energy production and supply since 2004 through HERON THERMOELECTRIC S.A. (HERON I) and HERON THERMOELECTRIC STATION OF VIOTIA S.A. (HERON II), respectively
- GEK Terna owns 50% of HERON I and 25% of HERON II while GDF-Suez Group owns 50% of HERON I and HERON II. Both companies were 50:50 partners until July 2013 when GEK Terna sold 25% of HERON II (half of its stake) to Qatar Petroleum International (QPI) for a total consideration of \$58m

Thermal Energy

Overview of thermal plants

| Project | Status | MW | Type |
|----------|--------------|-----|------|
| HERON I | In operation | 147 | OCGT |
| HERON II | In operation | 432 | CCGT |

HERON I

- The first private thermal plant in Greece
- OCGT - 147 MW capacity and 40% efficiency
- Total investment: €80m
- Operational since September 2004

HERON II

- The group erected and started operation of a CCGT power plant (432 MW capacity)
- Total investment: €282m
- 70% non-recourse project finance
- In operation since August 2010

Industrial Activity (Magnesite mining)

Magnesite mining

About TERNAMAG

- TERNAMAG (ex-Skalistiris Group) has been acquired by GEK Terna in 2010; It is situated in the northeast part of the island of Evia just 120kms from Athens and Piraeus;
- Magnesite minning activities commenced in fall 2012 while,
- Decision to proceed with the investment in order to produce CCM (Caustic Calcined Magnesium), DBM (Dead Burned Magnesium) and EFM (Electro-Fused Magnesium) products was taken in February 2013;
- Proven magnesite deposits consist of ~50 million tons of superior quality compared to other magnesite mines worldwide;
- Raw Magnesite (MgCO_3) that exists in nature is extracted either from underground mines or open pits and depending on the process followed can be sold either as extracted (raw magnesite) or as Caustic Calcinated Magnesite (CCM), Dead-Burned Magnesite (DBM) and Electro-Fused Magnesite (EFM) depending on the process and final use;

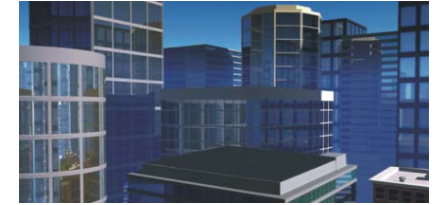
Magnesite mine

About TERNAMAG

- CCM is used in fertilizers, animal feed, medicine, glass industry, waste treatment, fuels & lubricants, various chemical products and in many other applications. The use of CCM is growing year by year since it is a very pure and versatile ingredient suitable for numerous different applications;
- DBM is used is mainly used in the production of refractories and in the cable and heating industries;
- EFM is used as a primary ingredient for very high quality refractories and very high quality electrical cablings and electronic circuits;
- TERNAMAG's magnesite deposits (i.e. the raw material) have a very rare crystallic composition and are of high quality (purity). Therefore, they offer excellent prospects since magnesite traded from China is of substantially lower quality;
- Furthermore, through its state-of-the-art chemistry and R&D it can offer various product solutions to its customers covering their needs for different qualities, compositions, sizes, etc. gradually becoming "partner" to the major CCM clients around the globe.
- TERNAMAG is a 100% export company.

Real Estate Activity

Activity: Real Estate



GEK, being a Real Estate developer, holds a differentiated portfolio in Greece and abroad



- ✓ **Logistic centers-industrial parks**
- ✓ **Offices**
- ✓ **Entertainment parks**
- ✓ **Second home properties**
- ✓ **Residential properties**
- ✓ **Commercial properties**

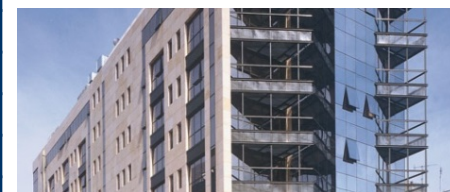
Activity: Real Estate

General Overview

- GEK Terna is engaged in Real Estate development - the company holds a differentiated portfolio in Greece, Bulgaria and Romania:
 - Logistic centers-industrial parks
 - Offices
 - Entertainment parks
 - Second home properties
 - Residential properties
 - Commercial properties
 - Hotels
 - Parking stations
- The activity is low leveraged and c40% of the portfolio comprises of licensed land. This secures planning safety and minimize “market volatility” induced risks

Portfolio (end 2013)

| PROJECT TYPE | NET ASSET VALUE (mil) | GROSS ASSET VALUE | % |
|--|-----------------------|-------------------|------------|
| | 31/12/2014 | 31/12/2014 | 31/12/2014 |
| WAREHOUSES - INDUSTRIAL BUILDINGS | 1,90 | 4,94 | 3,04% |
| GREECE | 1,93 | 2,33 | 47,24% |
| ABROAD | -0,03 | 2,60 | 52,76% |
| OFFICES - COMMERCIAL FOR SALE | 9,99 | 20,65 | 12,72% |
| RESIDENTIAL FOR SALE | 7,94 | 26,72 | 16,46% |
| GREECE | 7,98 | 11,18 | 41,83% |
| ABROAD | -0,04 | 15,54 | 58,17% |
| LAND | 34,89 | 66,74 | 41,13% |
| GREECE | 31,00 | 5,93 | 8,89% |
| ABROAD | 3,88 | 60,81 | 91,11% |
| ENTERTAINMENT PARKS | 10,65 | 17,79 | 10,96% |
| PROJECTS UNDER DEVELOPMENT | 4,03 | 25,43 | 15,67% |
| GREECE | 4,41 | 3,40 | 13,38% |
| ABROAD | -0,39 | 22,03 | 86,62% |
| TOTAL | 69,4 | 162,3 | 100,0% |
| GREECE | 66,0 | 61,3 | 37,8% |
| ABROAD | 3,4 | 101,0 | 62,2% |



Strategy and Future Opportunities

New opportunities in tourism related projects (hotels and holiday residential projects with recreational components)

New opportunities in internally structured (complete with central infrastructure) logistics and industrial parks, strategically positioned and integrated with the transportation infrastructure

Strategic decision for development and disposal of existing portfolio



Greece is recognised as a prime location for tourism and logistics:
Hotels, holiday resorts, rehabilitation centers, medical tourism projects, 2nd home serviced residencies etc.

Industrial parks, logistics' centers, freight villages, and other strategically positioned infrastructure related to combined transport operations

Strategic decision to evaluate and selectively participate in medium sized investments opportunities related to PPP and Privatisation Projects

APPENDIX

Financial Data

Amounts in '000 euros

Balance Sheet

| BALANCE SHEET – FY 2014 | | | |
|--|------------------|--|------------------|
| | 31.12.2014 | | 31.12.2013 |
| <u>ASSETS</u> | | | |
| Fixed assets | 936,460 | | 868,838 |
| Real estate investments | 61,214 | | 73,599 |
| Intangible assets | 116,817 | | 127,235 |
| Participations and other long-term financial assets | 214,372 | | 182,464 |
| Inventories | 75,718 | | 89,235 |
| Trade receivables | 228,661 | | 239,218 |
| Other current assets | 370,104 | | 391,388 |
| Cash & cash equivalents | 352,739 | | 326,608 |
| Non current assets available for sale | 24,828 | | 18,444 |
| TOTAL ASSETS | 2,380,913 | | 2,317,029 |
| | | | |
| <u>EQUITY AND LIABILITIES</u> | | | |
| Share capital | 53,844 | | 53,844 |
| Other equity | 310,169 | | 391,019 |
| Total shareholders' equity | 364,013 | | 444,863 |
| Minority interests | 201,938 | | 195,195 |
| Total Equity | 565,951 | | 640,058 |
| Long term bank debt | 476,182 | | 523,423 |
| Provisions/ Other L/T Liabilities | 545,821 | | 431,920 |
| Short term bank debt | 256,222 | | 259,878 |
| Other S/T Liabilities | 536,737 | | 461,750 |
| Liabilities of non current assets available for sale | 0 | | 0 |
| TOTAL LIABILITIES | 1,814,962 | | 1,676,971 |
| TOTAL EQUITY AND LIABILITIES | 2,380,913 | | 2,317,029 |

Profit & Loss

| PROFIT & LOSS FY 2014 | | |
|---|-------------|-------------|
| | 1/1 - 31/12 | 1/1 - 31/12 |
| | 2014 | 2013 |
| Continuing Operations | | |
| Net Sales | 923,894 | 602,877 |
| Cost of goods sold | -861,203 | -543,185 |
| Gross Profit | 62,691 | 59,692 |
| Administration Expenses | -34,984 | -30,283 |
| RnD Expenses | -2,524 | -2,586 |
| Other Income/expenses | -39,101 | -73,041 |
| Operating results | 12,367 | 23,816 |
| Net Financial Income/Expenses | -53,272 | -53,668 |
| Pre tax profit | -54,823 | -76,068 |
| Taxes | -4,240 | -8,301 |
| Net Profit from continuing operations | -59,063 | -84,369 |
| Other income recognized directly in Equity from: | | |
| Profit /Loss from the evaluation of financial assets available for sale | -2,352 | 391 |
| Profits to the part of the join venture's other comprehensive incomes | -2,262 | 4,645 |
| Profits to the part of the associate's other comprehensive incomes | 0 | 0 |
| Profit/Loss from evaluation of cash flow hedging contracts | -4,071 | 2,956 |
| Profit/Loss from Foreign exchange differences from foreign operations | -6,195 | 570 |
| Other comprehensive income | -2,521 | 453 |
| Expenses of share capital increase | -219 | -1,298 |
| Tax which corresponds to the above results | 1,858 | -367 |
| TOTAL COMPREHENSIVE INCOME FOR THE PERIOD | -74,825 | -77,019 |
| Net results attributed to: | | |
| Shareholders of the parent from continued activities | -61,261 | -85,984 |
| Minority interest from continued activities | 2,198 | 1,615 |
| Total income attributed to: | | |
| Shareholders of the parent from continued activities | -74,738 | -76,609 |
| Minority interest from continued activities | -87 | 2,590 |
| Earnings per share (in Euro) | -0.65967 | 1.01229 |
| | | |
| | | |

CASH FLOW

| CASH FLOW STATEMENT – FY 2014 | | |
|---|----------------|--------------|
| | 1/1-31/12/2014 | 1/1-31//2013 |
| Operating activities | | |
| Profit before tax | -54,823 | -76,068 |
| Plus/less adjustments for: | | |
| Depreciation | 73,435 | 56,758 |
| Provisions | 13,537 | 1,916 |
| Interest income and related income | -7,093 | -4,710 |
| Interest expenses and related expenses | 60,366 | 58,378 |
| Amortization of grants | -9,039 | -8,763 |
| Other adjustments | 18,932 | 65,673 |
| Operating profit before changes in working capital | 95,315 | 93,184 |
| Plus/Less adjustments for working capital account movements or movements related to operating activities: | | |
| Decrease / (increase) in inventories | 741 | 4,510 |
| Decrease / (increase) in receivables | 30,502 | 30,113 |
| (Decrease) / increase in liabilities (other than to banks) | 131,856 | 44,186 |
| (Less): | | |
| Taxes paid | -16,256 | -12,800 |
| Inflows/outflows of non continuing operating activities | 0 | 0 |
| Total inflows / (outflows) from operating activities (a) | 242,158 | 159,193 |
| Investing activities | | |
| Purchases of tangible, intangible assets & investment properties | -85,604 | -43,033 |
| Interest received | 1,955 | 2,220 |
| (Purchases)/sales of participations and securities | 912 | -23,274 |
| Other adjustments | 0 | 48,981 |
| Inflows / outflows of non continuing investing activities | 0 | 0 |
| Total inflows / (outflows) from investing activities (b) | -82,737 | -22,638 |
| Financing activities | | |
| Share capital's refund of the subsidiaries to the shareholders | -7,164 | -4,772 |
| Purchases of treasury shares | -192 | -602 |
| Net change in short-term loans | -26,337 | -2,009 |
| Net change in long-term loans | -41,268 | 15,054 |
| Leasing payments | -10,811 | -10,106 |
| Interest and related expenses paid | -53,051 | -54,332 |
| Dividends paid | 0 | 0 |
| Other adjustments | 4,652 | 19,512 |
| Total inflows / (outflows) from financing activities (c) | -134,171 | -37,255 |
| Effect of FX differences on cash equivalents (d) | 881 | -626 |
| Net increase / (decrease) in cash and cash equivalents for the period (a) + (b) + (c) + (d) | 26,131 | 98,674 |
| Cash and cash equivalents at the beginning of the period | 326,608 | 227,934 |
| Cash and cash equivalents at the end of the period | 352,739 | 326,608 |

GEK TERNA GROUP

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