



Investor Presentation
Financial Year 2021

30 March 2022

Contents

- 1 Business Profile
- 2 Regulatory & Strategic Developments
- 3 Group Structure & Financial Profile
- 4 Financial Performance 2021
- 5 Outlook

2021: A Strong Financial Year in a Challenging Environment

- EBITDA 2021 at €521m below prior year; CAPEX at €315m reflecting decreasing NDP investments
- Excess revenues 2021 (€13m) to be settled via regulatory account mechanism
- Challenging COVID-19 situation successfully mastered without impact on earnings
- OGE continuously pushed strategic initiatives advocating the transition to green gas
- Return on Equity (4th RP) of 5.07% determined
- Market area Trading Hub Europe operational since 1 October 2021
- The Russian war against Ukraine has far-reaching implications for the European and German energy markets. OGE/VGT actively engage with all relevant partners to enable a safe and reliable supply of gas. The situation is operationally challenging but OGE's business is largely protected financially due to regulation
- The significant increase in fuel gas prices is expected to negatively affect EBITDA in 2022. This effect will be compensated in future periods based on the regulatory account mechanism

1 Business Profile

2 Regulatory & Strategic Developments

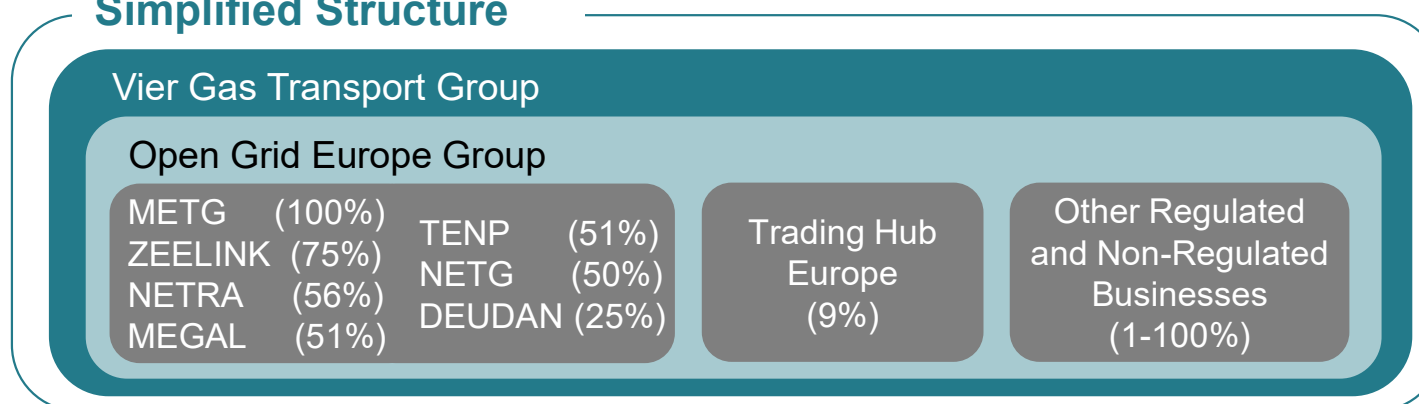
3 Group Structure & Financial Profile

4 Financial Performance 2021

5 Outlook

Vier Gas Transport at a Glance

Simplified Structure



Overview OGE

- Largest German gas transmission operator
 - ▶ Natural gas transmission for > 400 customers
 - ▶ Design, construction, operation and marketing of gas transmission
 - ▶ Largest supra-regional pipeline network in Germany
 - ▶ Providing services related to gas transmission
 - ▶ Operating history dates back over 90 years

Key Figures VGT Group (2021)

- Total Revenues¹: €1,090m
- EBITDA: €521m
- CAPEX: €315m
- Total Employees²: 1,515

¹ incl. change in inventories

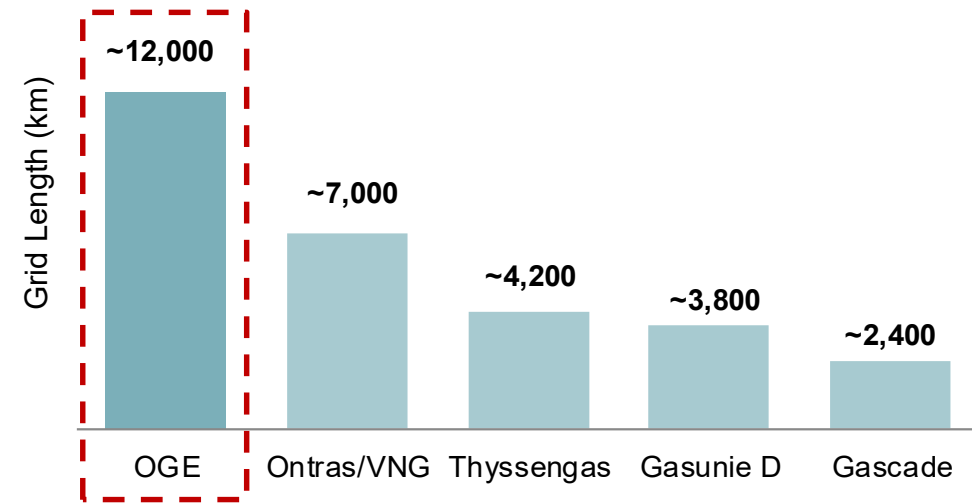
² Employees at year end of 2021 (excluding management and apprentices)

Key Gas Transmission System Operator at the Heart of Europe

Centrally Positioned Service Area



Largest German Gas Transmission Network Operator¹



- Annual offtake volume to DSOs and end-customers: 342 TWh
- More than 100 Compressor Units with approx. 1,200 MW capacity
- More than 1,000 high pressure exit points and 17 interconnections to bordering countries

¹ Source: FNB Gas 2020 Network Development Plan (NDP)

1 Business Profile

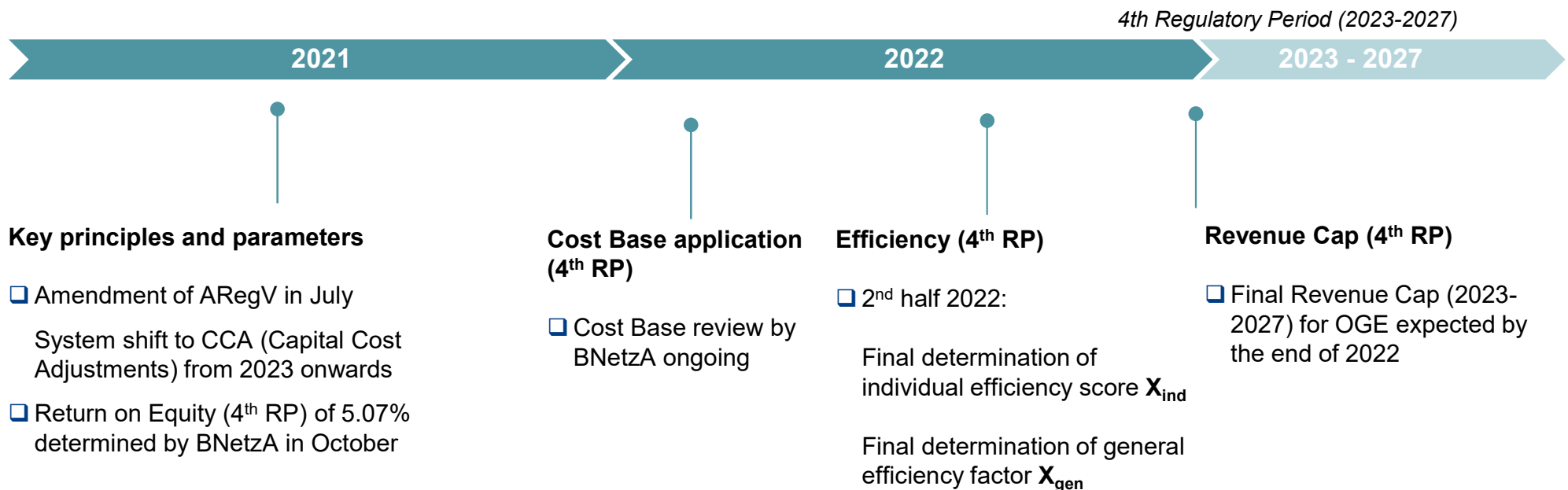
2 Regulatory & Strategic Developments

3 Group Structure & Financial Profile

4 Financial Performance 2021

5 Outlook

Determination of Key Regulatory Parameters for 4th Regulatory Period



OGE Share of €1.5bn in Network Development Plan 2020 - 2030

- NDP Well Established Process

- NDP provides high certainty to TSOs regarding investments
- Updated bi-annually following public consultation
- Scenario framework for upcoming NDP 2022 formally approved by BNetzA on 20th January 2022

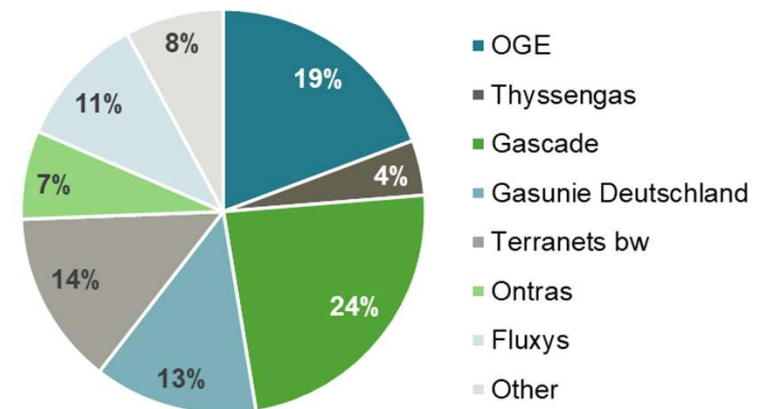
- Implications Regulatory Framework

- Annual adjustment of revenues for growth investments (Investment measures & from 2023 Capital Cost Adjustment)
- New assets earn imputed cost of capital
- Operating expenses are covered in a lump sum approach (Investment measures only)



Total Volume NDP 2020: €7.8bn

OGE share NDP 2020: 19% (€1.5bn¹)



- Green Gas Scenario contains H2 projects of approx. €700m (outside of binding NDP 2020)

¹ incl. completed projects & projects in progress

Major Ongoing NDP Projects



**Compressor Station
Legden:**
End of approval procedure
Aug 2021
Planned commissioning **2024**

ZEELINK
FUTURE OF GAS



€0.2bn
NDP Budget

75% OGE
25% Thyssengas



TENP III Planned
commissioning date
July 2024

TENP

TENP III build in 5 sections
approx. **100 km**
through Rhineland-Palatinate
to Baden-Wuerttemberg



€0.3bn
NDP Budget

36% OGE
64% Fluxys TENP



European and German Politics Focus on Decarbonisation

 **- European Green Deal**

Draft „hydrogen and gas market decarbonisation“ package:

- Shapes the regulatory basis for hydrogen infrastructure
- Proposal needs further refinement (e.g. unbundling), consultation process to continue throughout 2022

 **- National Energy Transition**

- Adaptation of German energy law enables repurposing of existing natural gas infrastructure to hydrogen
- Coalition agreement of new German Government emphasizes importance of hydrogen
- Current situation (Ukraine crisis) requires acceleration of H2 projects and diversification of gas sources (e.g. LNG)

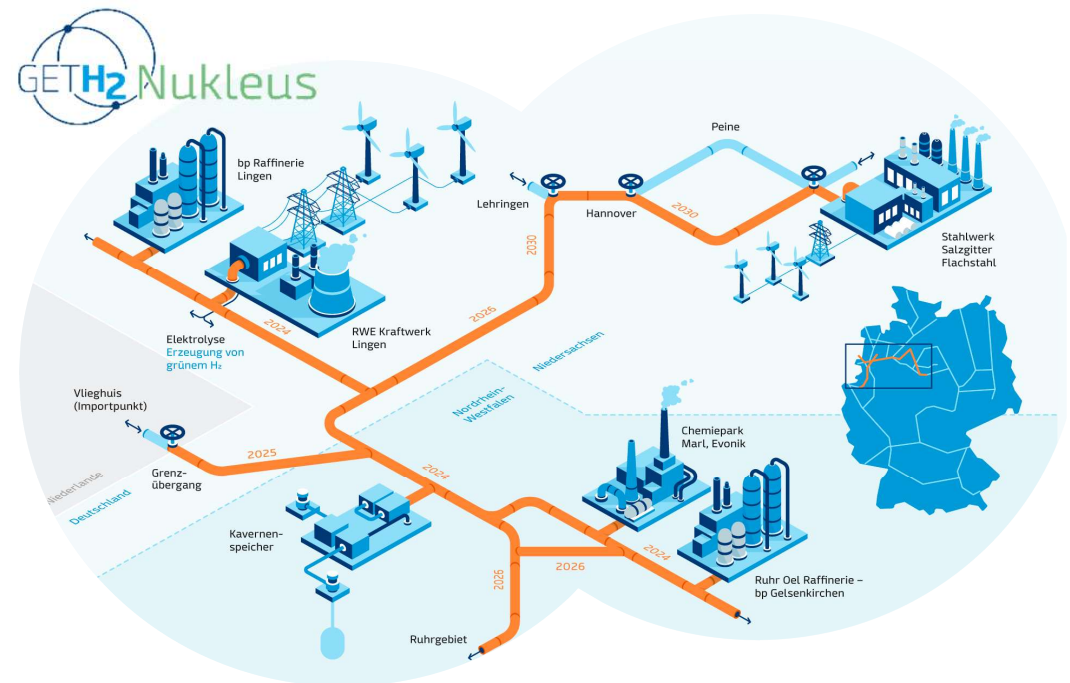
GET H2 IPCEI a Promising Activity to Start Infrastructure Transformation

Strategic Rationale:

- Establish nucleus for first H2 infrastructure
- Bring together all parts of the value chain for viable project

State of Play:

- Pre-selection as IPCEI project in 2021
- Application for national state aid submitted
- State aid clearance by EU expected for Q3 2022
- FID planned for 2022
- Go live of first value chain in 2024

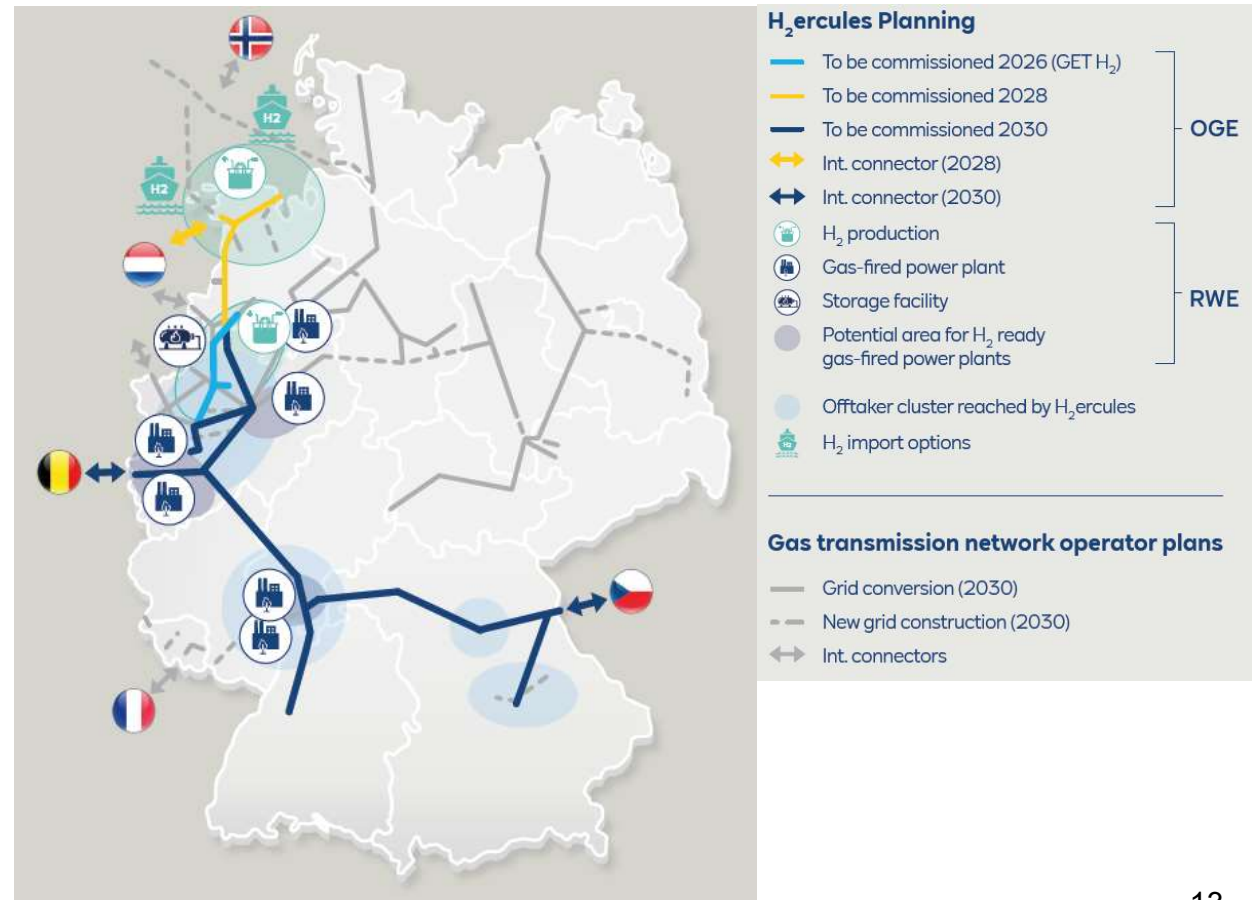


Connection of first H2 production facilities and import solutions with multiple initial customers, incl. H₂-storage

H₂ercules: Cooperation with RWE for Large Scale H₂ Fast-Track in Germany

H₂ercules

- Connecting H₂-production and import points in the north with customers in the west and south of Germany
- Connection of the Ruhr area by 2028 – further development until 2030
- Concept includes:
 - Hydrogen production and import
 - Hydrogen-ready gas fired power plants
 - 1500 km of pipelines (converted & new build)
- Project partners: OGE & RWE
- Strong political support required to shape legislative & regulatory framework

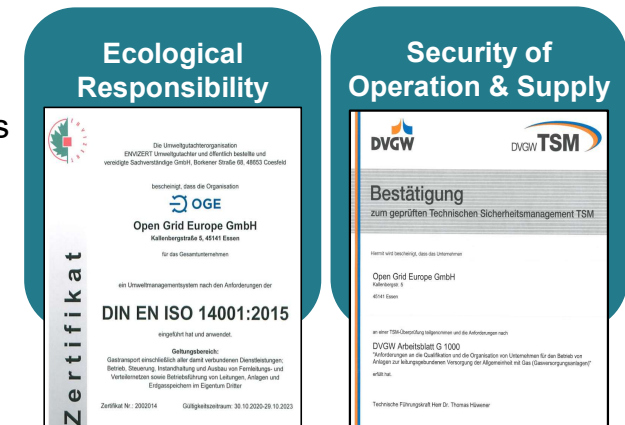


Vier Gas Transport GmbH is Committed to High ESG Standards

ESG-Ratings

Rating Agency	Score	Latest Update	Scale
MSCI ESG Ratings ¹	BBB	2021	From CCC to AAA
Moody's ESG Solutions	51	2021	0 – 100 the higher, the better
ISS	46.86	2021	0 – 100 the higher, the better
GRESB	90	2021	0 – 100 the higher, the better

- Recertification of OGE's integrated management system
- OGE is promoting measures to **reduce emissions** from the transmission of natural gas
- Emission reduction targets:
 - **45% GHG emission** (scope 1&2) **reduction by 2025** compared to 2009 levels
 - **55% methane emission reduction by 2025** compared to 2009 levels



¹ As of 2021, Vier Gas Transport GmbH received an MSCI ESG Rating of BBB. **DISCLAIMER:** The use by Vier Gas Transport GmbH of any MSCI ESG Research LLC or its affiliates ("MSCI") data, and the use of MSCI logos, trademarks, service marks or index names herein, do not constitute a sponsorship, endorsement, recommendation, or promotion of Vier Gas Transport GmbH by MSCI. MSCI services and data are the property of MSCI or its information providers, and are provided "as-is" and without warranty. MSCI names and logos are trademarks or service marks of MSCI.

1 Business Profile

2 Regulatory & Strategic Developments

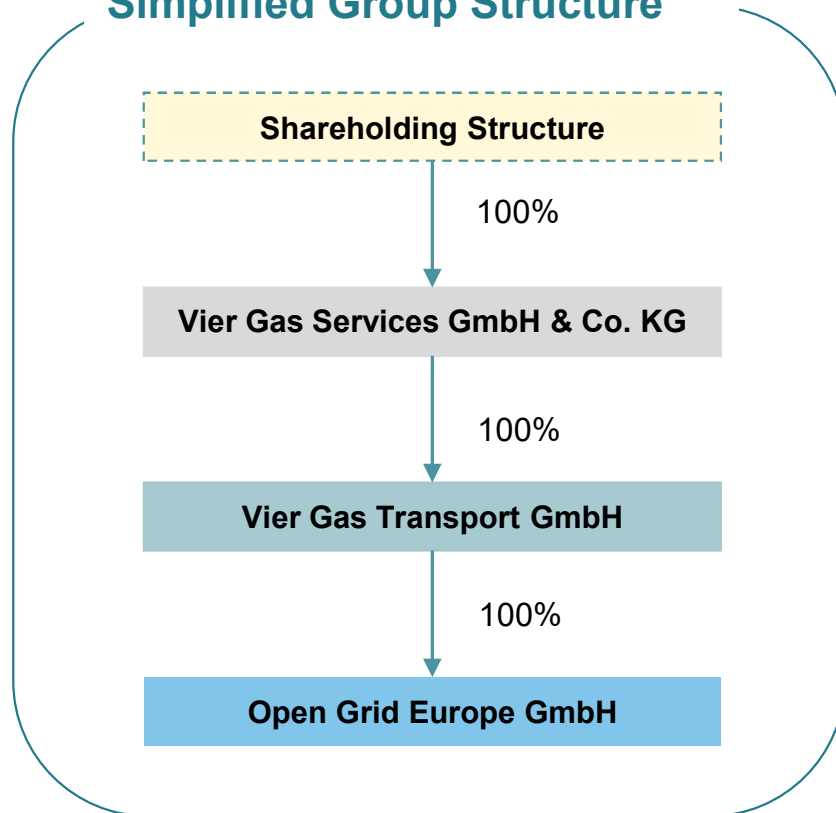
3 Group Structure & Financial Profile

4 Financial Performance 2021

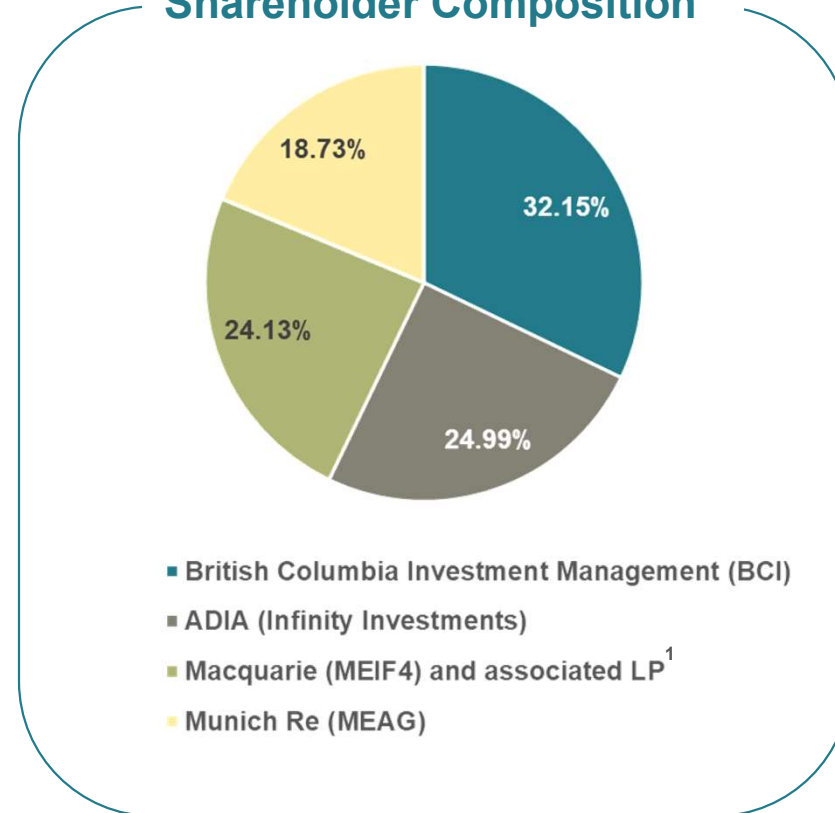
5 Outlook

Group Ownership Structure: Experienced Long-Term Investors

Simplified Group Structure

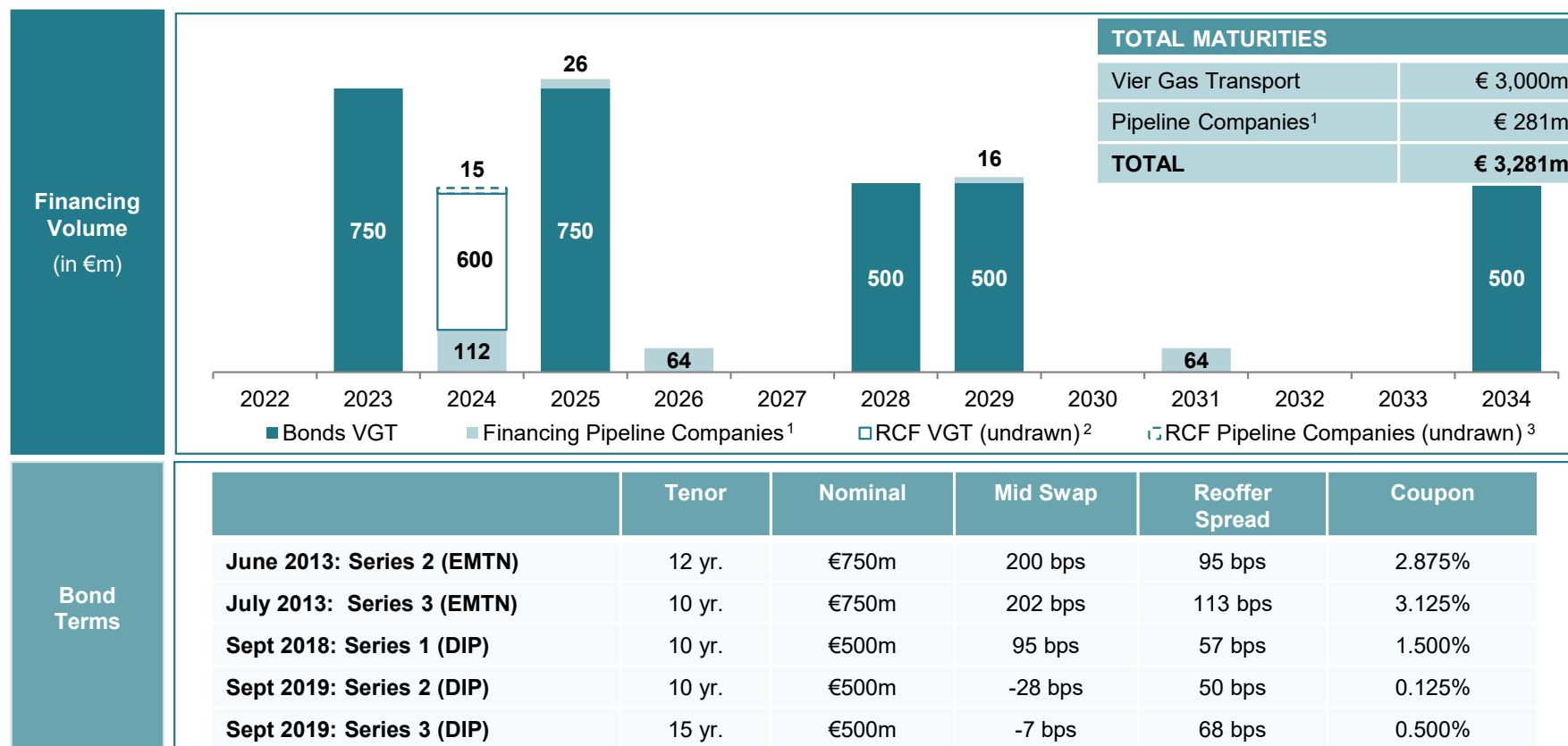


Shareholder Composition



¹ 97.7% MEIF4 and 2.3% Halifax Regional Municipality Master Trust

Well-Balanced Maturity Profile of Vier Gas Group (as of 31-12-2021)



¹ Pro-rata share (51%) / Financings include term loans, Schuldschein loan agreements ("Schuldscheindarlehen") as well as registered bonds ("Namensschuldverschreibungen")

² € 1.5m reserved for guarantees

³ Pro-rata share (51%)

1 Business Profile

2 Regulatory & Strategic Developments

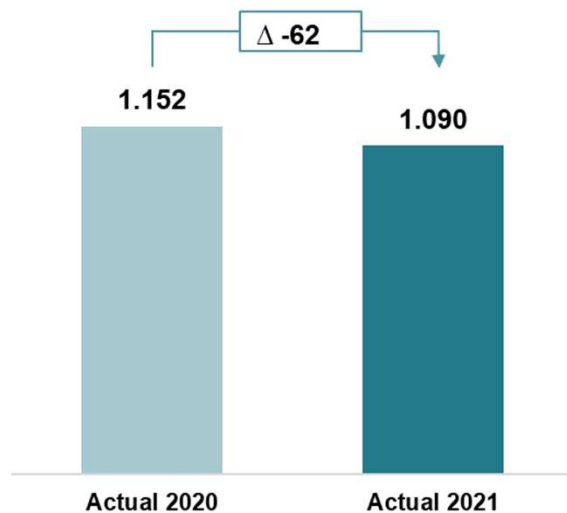
3 Group Structure & Financial Profile

4 Financial Performance 2021

5 Outlook

Revenues 2021 Below Prior Year

Total Revenues ¹



¹ incl. change in inventories

Note: Aggregated figures may contain rounding differences

Lower transport revenues (-€51m)

- Lower revenue cap reflected in tariffs 2021
- Overshooting of allowed revenue cap in 2021 (+€13m, to be settled via regulatory account mechanism in 2024-2026)

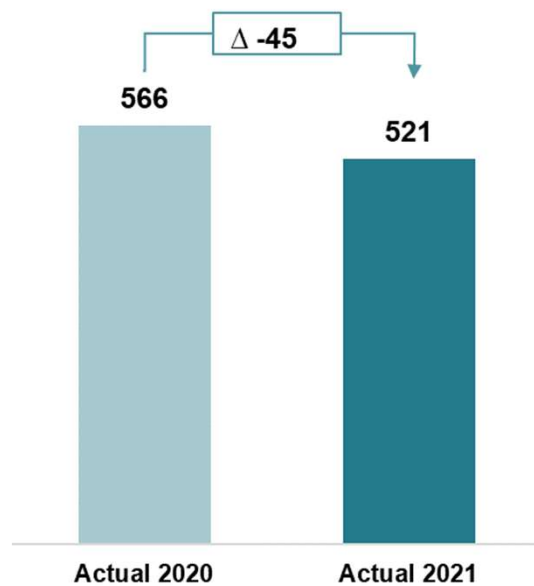
Lower service revenues (-€12m)

- Prior year 2020 characterized by extraordinary demand for project activities

IFRS Consolidated Financial Statements Vier Gas Transport

Strong EBITDA Performance in 2021 at €521m, Although Below 2020

EBITDA



Main EBITDA drivers vs. 2020:

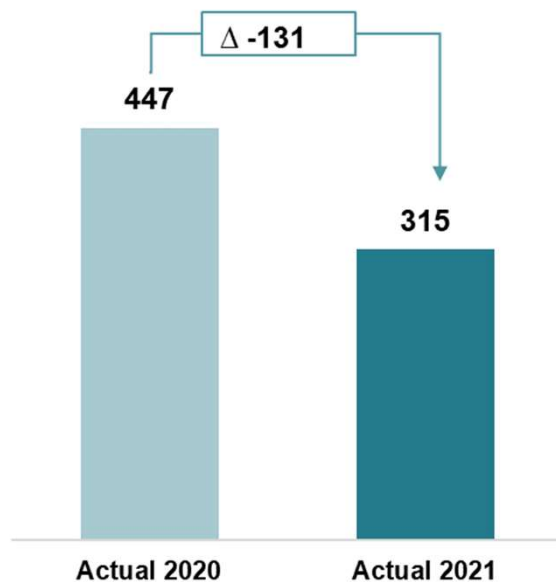
- Lower revenues
- Partly compensated by lower OPEX
- Higher costs for fuel energy especially in Q4

Note: Aggregated figures may contain rounding differences

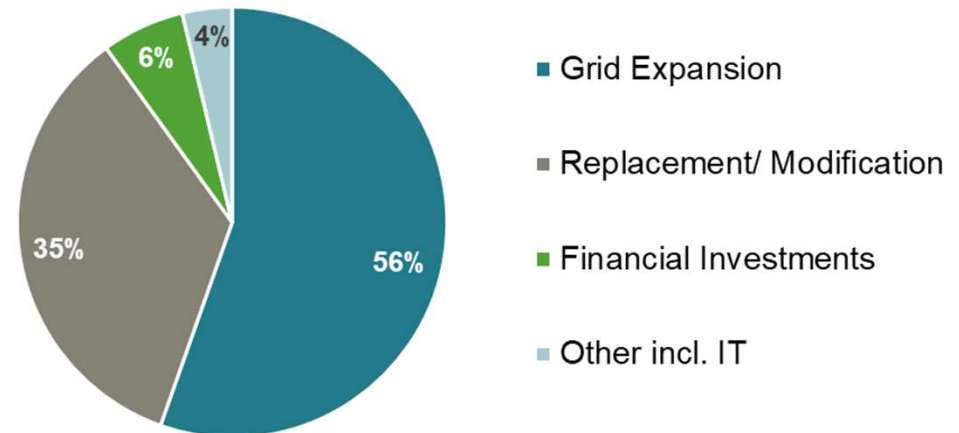
IFRS Consolidated Financial Statements Vier Gas Transport

CAPEX Below Last Year's Level Reflecting Decreasing NDP Investments

CAPEX



Group CAPEX by Category



Note: Aggregated figures may contain rounding differences

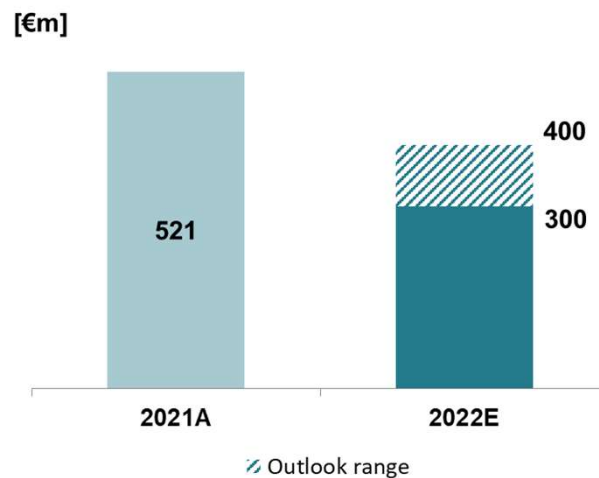
IFRS Consolidated Financial Statements Vier Gas Transport

- 1 Business Profile
- 2 Regulatory & Strategic Developments
- 3 Group Structure & Financial Profile
- 4 Financial Performance 2021
- 5 Outlook**

Outlook: Regulatory Account and Volatile Commodity Prices Affect 2022 EBITDA

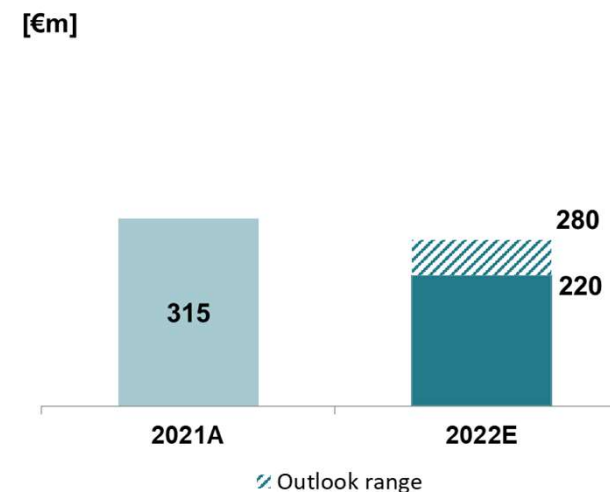
EBITDA Outlook

EBITDA significantly below 2021



CAPEX Outlook

CAPEX significantly below 2021



- EBITDA affected by regulatory account effects from prior periods (return of excess revenues)
- Significantly higher price level for fuel energy further adversely affects EBITDA in 2022
→ fuel energy costs are pass through items, recovery via regulatory account in future periods

Treasury Contacts & Ongoing Investor Engagement

Contacts



Axel Berndt
Head of Finance, Accounting & Tax



Sebastian Brauer
Head of Corporate Finance & Treasury

Email

info@viergas.de

Phone

+49 201 384 58 740

Website

www.viergas.de

Viergas Website



[Securities](#)
[Ratings](#)
[Financial Reports](#)
[Presentations](#)
[Business News](#)

Ratings

Current	Rating agency	Rating type	Rating	Outlook
Vier Gas Ratings	Standard & Poor's Ratings Services	Long-term	A-	negative
	Standard & Poor's Ratings Services	Short-term	A-2	



[Securities](#)
[Ratings](#)
[Financial Reports](#)
[Presentations](#)
[Business News](#)

Financial Reports

2021

Preliminary Group Results 2021





Appendix:

Financial Statements 2021

VGT Group Income Statement 2021

IFRS Consolidated Financial Statements Vier Gas Transport

[€m]	2021	2020	Δ
Transport revenues	962	1.013	-50
Other revenues ¹	128	140	-12
Total revenues	1.090	1.152	-62
Other income	68	59	+10
Cost of materials	-368	-359	-9
Personnel costs	-188	-188	+1
Other expenses	-91	-100	+9
Equity income	9	2	+7
EBITDA	521	566	-45
Depreciation	-215	-185	-29
EBIT	307	381	-74
Net financial result ²	-58	-68	+9
Current taxes	-54	-79	+25
Deferred taxes	-14	-45	+31
Net Income	180	189	-9

¹ incl. change in inventories

² Equity income included in EBITDA

Note: Aggregated figures may contain rounding differences

VGT Group Balance Sheet 2021

IFRS Consolidated Financial Statements Vier Gas Transport

[€m] Assets				Equity and Liabilities			
	31. Dec 2021	32. Dec 2020	Δ		31. Dec 2021	32. Dec 2020	Δ
Non-current assets				Equity			
Intangible assets	68	63	+5	Subscribed capital	0	0	+0
Goodwill	840	840	+0	Additional paid-in capital	926	926	+0
Property, plant and equipment	4,258	4,181	+77	Retained earnings	405	315	+89
Financial assets	131	114	+17	Accumulated OCI	0	0	+0
<i>at equity method</i>	63	63	-0	Total equity	1,330	1,241	+89
<i>other financial assets</i>	68	51	+17	Non-current liabilities			
Deferred tax assets	22	40	-19	Provisions for pensions & similar oblig.	92	201	-108
Non-current receivables	69	84	-15	Other provisions	92	95	-3
Total non-current assets	5,387	5,323	+65	Financial liabilities	3,281	3,150	+130
Current assets				Other non-current liabilities	63	90	-27
Inventories	69	33	+36	Deferred tax liabilities	531	505	+26
Trade receivables	43	23	+20	Total non-current liabilities	4,059	4,041	+18
Income tax receivables	9	4	+5	Current liabilities			
Other receivables	90	52	+38	Other provisions	82	50	+33
Liquid funds	116	106	+9	Financial liabilities	49	117	-69
Total current assets	326	218	+108	Trade payables	54	18	+36
				Income tax liabilities	0	0	-0
				Other liabilities	139	73	+66
				Total current liabilities	324	259	+65
Total	5,714	5,541	+173	Total	5,714	5,541	+173

Note: Aggregated figures may contain rounding differences

Prior-year figures were adjusted owing to a reclassification of tax receivables to other receivables

VGT Group Cash Flow Statement 2021

IFRS Consolidated Financial Statements Vier Gas Transport

[€m]	2021	2020	Δ
Net income/loss before P&L transfer	180	189	- 9
Depreciation and amortisation	215	185	+ 29
Changes in deferred taxes	14	45	- 31
Other (incl. Working capital)	43	25	+ 17
Operating Cash Flow	452	445	+ 7
Investments Tangible & Intangible Assets	-279	-418	+ 139
Free Cash Flow	173	27	+ 145
Financial Investments*	-38	505	- 543
Financing Cash Flow	-125	-958	+ 833
Total Cash Flow of the period	10	-425	+ 435
Cash and cash equivalents beginning of period (01.01.)	105	530	- 425
Cash and cash equivalents end of period (31.12.)	115	105	+ 10

* Financial investments mainly consist of short- to medium-term investments of excess cash

Note: Aggregated figures may contain rounding differences

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”) solely for use at the presentation of the annual financial statement to the investors on 31 March 2022 and 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 Regulation (EU) 2017/1129 (the “Prospectus Regulation”). 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.
- 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 (II)

- This Presentation 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.