Condensed Interim Consolidated Financial Statements 2024

1 January to 30 June

Vier Gas Transport GmbH

(Translation – the German text is authoritative)

Contents

Consolidated Balance Sheet

€ million	30 Jun. 2024	31 Dec. 2023
Assets		
Non-current assets		
Intangible assets	87.7	85.4
Goodwill	840.3	840.3
Property, plant and equipment	4,529.6	4,526.0
Financial assets	214.1	193.9
Companies accounted for using the equity method	*69.5*	*72.8*
Other financial assets	*144.6*	*121.1*
Deferred tax assets	19.3	19.3
Non-current receivables	168.6	135.0[1]
Total	**5,859.6**	**5,799.9**
Current assets		
Inventories	24.5	33.4
Trade receivables (including advance payments made)	38.4	51.0
Income tax receivables	7.8	9.1
Other receivables	153.7	166.7[1]
Cash and cash equivalents	514.6	618.5
Total	**739.0**	**878.7**
Total assets	**6,598.6**	**6,678.6**

€ million	30 Jun. 2024	31 Dec. 2023
Equity and liabilities		
Equity		
Subscribed capital	0.0	0.0
Additional paid-in capital	1,125.6	925.6
Retained earnings	709.0	828.0
Accumulated other comprehensive income	31.6	34.5
Total	**1,866.2**	**1,788.1**
Non-current liabilities		
Provisions for pensions and similar obligations	0.7	0.7
Other provisions	95.9	98.8
Financial liabilities	2,760.8	3,488.1
Other non-current liabilities	17.8	16.5[2]
Deferred tax liabilities	713.6	726.4
Total	**3,588.8**	**4,330.5**
Current liabilities		
Other provisions	50.7	57.6
Financial liabilities	920.9	162.7
Trade payables	40.3	89.5
Other liabilities	131.7	250.2[2]
Total	**1,143.6**	**560.0**
Total equity and liabilities	**6,598.6**	**6,678.6**

For mathematical reasons the tables may include rounding differences of +/- one unit (€, % etc.).

[1] The adjustment of the previous year's figures in the amount of € 66.8 million results from the change in the disclosure of receivables from the third-party shareholders of the proportionately consolidated pipeline companies from the recognition of one-sided capital contributions. This change is in line with the corresponding presentation of the liabilities from the one-sided capital contributions of the third-party shareholders.

[2] The adjustment of the previous year's figures in the amount of € 51.8 million is made in accordance with the standard amendments to IAS 1. Therefore, liabilities relating to the one-sided capital contributions of third-party shareholders, which were previously reported as non-current, are now shown under current liabilities.

Consolidated Income Statement

€ million	1 Jan. – 30 Jun. 2024	1 Jan. – 30 Jun. 2023
Revenues	561.1	859.5
Changes in inventories	1.9	1.1
Own work capitalised	15.0	13.8
Cost of materials	-211.1	-263.1
Personnel costs	-110.0	-98.0
Depreciation, amortisation and impairment charges	-109.9	-111.5
Other operating income	5.9	1.6
Other operating expenses	-38.7	-36.5
Income before financial result and taxes	**114.2**	**366.9**
Income from equity investments	0.1	0.0
Income from companies accounted for using the equity method	5.3	4.7
Interest result	-22.7	-30.5
of which interest expense	*-37.7*	*-49.7*
Financial result	**-17.3**	**-25.8**
Earnings before taxes	**96.9**	**341.1**
Taxes	-45.0	-22.0
of which income tax allocation	*-42.6*	*-19.5*
Deferred taxes	12.8	-85.7
Income taxes	**-32.2**	**-107.7**
Net income	**64.7**	**233.4**
Share in net income attributable to the sole shareholder of the parent company	64.7	233.4

Consolidated Statement of Comprehensive Income

€ million	1 Jan. - 30 Jun. 2024	1 Jan. - 30 Jun. 2023
Net income	**64.7**	**233.4**
Other comprehensive income	**33.4**	**-2.3**
Reclassifiable OCI	-2.9	-2.9
Cash flow hedges	*-2.9*	*-2.9*
Not reclassifiable OCI	36.3	0.6
Remeasurement of defined benefit plans	*36.3*	*0.6*
Comprehensive income	**98.1**	**231.1**
Share in net income attributable to the sole shareholder of the parent company	98.1	231.1

For mathematical reasons the tables may include rounding differences of +/- one unit (€, % etc.).

Consolidated Statement of Changes in Equity

€ million	Subscribed capital*	Additional paid-in capital	Retained earnings	Change in accumulated other comprehensive income Cash flow hedges	Total
1 Jan. 2024	**0.0**	**925.6**	**828.0**	**34.5**	**1,788.1**
Comprehensive income			**101.0**	**-2.9**	**98.1**
Net income			64.7		64.7
Other comprehensive income			36.3	-2.9	33.4
Remeasurement of defined benefit plans			*36.3*		*36.3*
Change in accumulated other comprehensive income				*-2.9*	*-2.9*
Change in equity	**0.0**	**200.0**	**0.0**	**0.0**	**200.0**
Profit transferred			**-220.0**		**-220.0**
of which profit transferred in advance			*-220.0*		*-220.0*
30 Jun. 2024	**0.0**	**1,125.6**	**709.0**	**31.6**	**1,866.2**

€ million	Subscribed capital*	Additional paid-in capital	Retained earnings	Change in accumulated other comprehensive income Cash flow hedges	Total
1 Jan. 2023	**0.0**	**925.6**	**565.7**	**38.7**	**1,530.0**
Comprehensive income			**234.0**	**-2.9**	**231.1**
Net income			233.4		233.4
Other comprehensive income			0.6	-2.9	-2.3
Remeasurement of defined benefit plans			*0.6*		*0.6*
Change in accumulated other comprehensive income				*-2.9*	*-2.9*
Profit transferred			**-40.0**		**-40.0**
of which profit transferred in advance			*-40.0*		*-40.0*
30 Jun. 2023	**0.0**	**925.6**	**759.7**	**35.8**	**1,721.1**

*The subscribed capital of VGT is € 25k. It is fully paid in and unchanged over the previous year.

For mathematical reasons the tables may include rounding differences of +/- one unit (€, % etc.).

Consolidated Cash Flow Statement

€ million	1 Jan. - 30 Jun. 2024	1 Jan. - 30 Jun. 2023
Cash provided by operating activities	**182.8**	**470.7**
Net income	64.7	233.4
Depreciation and amortisation/impairment charges	109.9	111.5
Changes in provisions	-8.0	-17.5
Changes in deferred taxes	-12.8	85.7
Dividends received[3]	15.3	10.7
Interest received	8.6	12.4
Other adjustments[4]	38.4	43.6
Changes in operating assets, liabilities and income tax	-33.6	-9.3
Inventories	*8.9*	*23.9*
Trade receivables	*12.7*	*26.8*
Other operating receivables and tax claims	*-10.1*	*23.3*
Trade payables	*-29.0*	*-53.4*
Other operating liabilities and tax obligations	*-16.1*	*-29.9*
Gain/Loss (-) from disposal of assets	0.3	0.2
Intangible assets and property, plant and equipment	*0.3*	*0.2*
Cash used for investing activities	**-147.9**	**409.1**
Proceeds from the disposal of intangible assets and property, plant and equipment	0.1	0.4
Purchases of investments in intangible assets and property, plant and equipment	-130.3	-133.5
Purchases of other equity investments and equity-accounted investments	-27.3	-25.6
Proceeds from / purchases of other financial investments	9.6	567.8
Proceeds from the disposal of other financial investments	*65.9*	*569.0*
Purchases of other financial investments	*-56.3*	*-1.2*
Cash used for financing activities	**-138.8**	**-51.0**
Change in equity	200.0	0.0
Interest paid	-27.0	-23.9
Proceeds from financial liabilities	20.5	51.0
Repayments of financial liabilities	-8.4	-5.1
Dividends paid[5]	-323.9	-73.0
Changes in cash and cash equivalents	**-103.9**	**828.8**
Cash and cash equivalents at beginning of period	**618.5**	**463.2**
Cash and cash equivalents at end of period	**514.6**	**1,292.0**

For mathematical reasons the tables may include rounding differences of +/- one unit (€, % etc.).

[3] Including in 2024 dividends received from non-consolidated equity investments as well as the distribution from outside shareholders resulting from joint operations amounting to € 0.5 million (first half of the previous year: € 0.2 million).
[4] This item mainly includes adjustments from the interest result and from application of the equity method.
[5] The dividends paid consist in particular of the remaining profit transferred for the 2023 financial year in the amount of € 103.9 million and the advance profit transferred in the amount of € 220.0 million to VGS (first half of the previous year: profit transferred for the 2022 financial year in the amount of € 33.0 million and advance profit transferred in the amount of € 40.0 million).

Notes to the Condensed Interim Consolidated Financial Statements of Vier Gas Transport GmbH for the period from 1 January to 30 June 2024

1 Basic Information

The registered head office of Vier Gas Transport GmbH ("VGT" or "the Company") is Kallenbergstraße 5, 45141 Essen. The sole shareholder is Vier Gas Services GmbH & Co. KG ("VGS"), Essen. VGS is therefore the ultimate domestic parent company of the Group and in principle obliged to prepare consolidated financial statements. However, since Vier Gas Holdings S.à r.l. ("VGH"), Luxembourg, publishes consolidated financial statements and a Group management report as the highest European parent company in the Group, in accordance with Section 291 HGB (German Commercial Code) VGS is exempt from preparing consolidated financial statements and a Group management report. VGS is invoking this exemption. VGT is a capital market-oriented corporation within the meaning of Section 264d HGB. As capital market-oriented parent company domiciled in Germany, VGT is obliged to prepare consolidated financial statements pursuant to Section 315e HGB.

The Company is registered under HRB 24299 in the commercial register of the Essen local court.

The object of the Company is to acquire, hold and manage as well as sell equity investments in companies or their assets and every action or measure connected therewith and the provision of services of any nature for its subsidiaries, including but not limited to the provision of financial services.

The business operations of the Group are conducted by Open Grid Europe GmbH ("OGE"), Essen, including its equity investments ("OGE Group"). OGE performs the activities of a gas transmission network operator and is subject to supervision by the Federal Network Agency (BNetzA), the German regulatory authority. Furthermore, OGE provides services for the gas industry.

2 Summary of Significant Accounting Policies

2.1 Basis of presentation

The condensed interim consolidated financial statements for the period from 1 January to 30 June 2024 have been prepared in accordance with IAS 34 "Interim Financial Reporting".

The condensed interim consolidated financial statements do not contain all information and disclosures necessary for year-end consolidated financial statements and are therefore to be read in conjunction with the consolidated financial statements for the financial year from 1 January to 31 December 2023 as well as all other press releases published by VGT during the interim reporting period.

In this interim report, the same accounting and consolidation policies are used as in the preparation of the consolidated financial statements for the year 2023, with the exception of the application of new standards, set out in section 2.2.

In accordance with IAS 1 "Financial Statements: Presentation", the consolidated balance sheet has been prepared using a classified balance sheet structure. Assets and liabilities are classified as current if they are expected to be realised or are due to be settled or are to be sold within twelve months of the reporting date or within the normal business cycle of the Group.

Unless otherwise stated, all figures are in million euros (€ m).

2.2 Effects of new accounting standards

Accounting standards and interpretations applied for the first time

All new, amended or revised accounting standards are generally applied from the date when the EU requires mandatory application.

As of the beginning of the financial year 2024, the Group applied the following new or amended standards and interpretations for the first time:

- Amendments to IAS 1 "Classification of Liabilities as Current or Non-current" and "Classification of Debt with Covenants"
- Amendments to IFRS 16 "Lease Liability in a Sale and Leaseback"
- Amendments to IAS 7 and IFRS 7 "Supplier Finance Arrangements"

In the Group the initial application of the amendments to IAS 1 affects the recognition of liabilities relating to the one-sided capital contributions of third-party shareholders. Since the beginning of the 2024 financial year, these have been recognised under current liabilities.

The other new regulations have no material impact on the Group.

Accounting standards and interpretations published but not yet applied

New, amended or revised standards and interpretations that have been published but whose adoption is not yet mandatory in the financial year and their impact on the consolidated financial statements are explained in the following:

IFRS 18 – Presentation and Disclosure in Financial Statements

On 9 April 2024 the IASB published a new standard IFRS 18 "Presentation and Disclosures in Financial Statements", which will replace the current standard IAS 1 "Presentation of Financial Statements". Many regulations from IAS 1 will be continued unchanged. The new standard requires all companies to provide predefined subtotals and the categorisation of income and expenses in the income statement. In addition, the new standard contains requirements for improved aggregation and disaggregation of items. Also, management defined performance measures have to be disclosed in the notes. The new IFRS 18 standard aims to improve the presentation of financial statements, increase their transparency and ensure better comparability.

The IASB has specified initial application for financial years beginning on or after 1 January 2027. The new IFRS 18 standard has not yet been adopted into European law. The effects on the Group are currently being examined.

In addition, further standards and interpretations were published which are not expected to have a material impact on the consolidated financial statements.

2.3 Scope of consolidation and business combinations

In addition to VGT as parent company, the scope of consolidation includes the following companies:

	30 Jun. 2024	31 Dec. 2023
Number of fully consolidated companies (subsidiaries)	3	3
Number of joint operations	4	4
Number of companies accounted for using the equity method	1	1

In the first half of 2024, no changes in acquisition and establishment of companies occurred.

2.4 Impairment

VGT performs the annual goodwill impairment testing at the level of the cash-generating unit in the fourth quarter of each financial year. Testing is also performed if circumstances indicate that goodwill may be impaired.

In the first half of 2024, there was no indication of circumstances, which would have required an unscheduled testing for impairment of goodwill or other assets.

3 Selected explanatory information on the Consolidated Balance Sheet

3.1 Intangible assets and property, plant and equipment

In the first half of 2024, additions to intangible assets and to property, plant and equipment amounting to € 116.2 million (first half of the previous year: € 113.0 million) are mainly related to investments in the expansion of the TENP III network, the construction of a new gas pressure regulating and metering station in Drohne as well as the construction of a new compressor station in Legden.

3.2 Provisions for pensions and similar obligations

The development of material pension obligations is based on the preliminary actuarial reports for the medium-term planning 2024. Based on this report, the actuarial rate is 3.60 % and increased by 0.30 percentage points in comparison to the actuarial report for the consolidated financial statements 2023.

The remeasurements of defined benefit plans recognised in equity and corresponding plan assets are shown in the following table:

€ million	30 Jun. 2024	31 Dec. 2023
Accumulated remeasurement recognised in equity at start of reporting period	**31.4**	**54.1**
Remeasurement of the current financial year recognised in equity	36.3	-22.7
Accumulated remeasurement recognised in equity at the end of the reporting period	**67.7**	**31.4**

3.3 Financial liabilities

Financial liabilities increased by € 30.9 million (first half of the previous year € 77.3 million) compared with the end of the financial year 2023. The development mainly results from financing activities by the project company TENP in the amount of € 20.4 million (first half of the previous year: € 51.0 million).

The development of derivative financial instruments is explained in section 5.

4 Selected explanatory information on the Consolidated Income Statement

4.1 Revenues

Of the revenues generated in the 2024 interim report period, € 493.4 million (first half of the previous year: € 790.6 million) result from the gas transmission business, € 7.6 million (first half of the previous year: € 7.6 million) from transport-related services and € 60.1 million (first half of the previous year: € 61.3 million) from technical and commercial services.

In the following table, the revenues generated are split into revenues from contracts with customers and revenues from leases and then broken down into the divisions Transport business and Other Services business:

1 Jan. – 30 Jun. 2024 € million	Transport business	Other Services business	Total
Revenue from contracts with customers	501.0	59.2	**560.2**
Revenue from leases	0.0	0.9	**0.9**
Total revenues	**501.0**	**60.1**	**561.1**

1 Jan. – 30 Jun. 2023 € million	Transport business	Other Services business	Total
Revenue from contracts with customers	798.2	60.8	**859.0**
Revenue from leases	0.0	0.5	**0.5**
Total revenues	**798.2**	**61.3**	**859.5**

Generally, revenues from the Transport business are recognised at a point in time and revenues from the Other Service business are recognised over time. Revenues from the Transport business are subject to regulation by the BNetzA and revenues from the Other Services business are basically generated in the unregulated gas industry segment.

The classification into Transport business and Other Services business is in line with the entity-wide disclosures as part of the segment reporting.

4.2 Cost of materials

€ million	1 Jan. - 30 Jun. 2024	1 Jan. - 30 Jun. 2023
Expenses for raw materials and supplies	170.2	225.4
Expenses for purchased goods	40.9	37.7
Total	**211.1**	**263.1**

Expenses for raw materials and supplies mainly comprise expenses for market area conversion and biogas levies, which are largely passed on to the customers and collected in revenues of the transport business. This item also includes expenses for fuel energy and usage fees. The expenses for purchased goods mainly relate to maintenance costs as well as other services purchased in connection with the services business.

4.3 Other operating expenses

In the first half of 2024, IT costs amounting to € 16.8 million (first half of the previous year: € 15.1 million) are the main item in the other operating expenses. Furthermore, miscellaneous other operating expenses include in particular expenses for insurance premiums, social insurance contributions, external audit and consulting costs as well as services rendered by third parties.

4.4 Financial result

The financial result of € -17.3 million (first half of the previous year: € -25.8 million) mainly consists of interest expenses for corporate bonds in the amount of € 39.1 million (first half of the previous year: € 50.9 million) and interest income from plan assets and financial receivables in the amount of € 14.9 million (first half of previous year: € 19.1 million).

4.5 Income taxes

The income taxes consist of € 2.4 million (first half of the previous year: € 2.5 million) original current taxes, € 42.6 million (first half of the previous year: € 19.5 million) tax expenses from income tax allocations and € 12.8 million (first half of the previous year deferred tax expenses: € 85.7 million) deferred tax income.

5 Financial instruments

In the first half of 2024, no new derivatives were concluded and no derivatives expired.

As of 30 June 2024, one hedged transaction in place is included in interest cash flow hedges with maturities of up to 0.5 years (first half of the previous year: up to 1.5 years). The cash flows from hedged transaction secured in cash flow hedge accounting occur in 2024 (first half of the previous year: 2023 to 2024) and affect the income statement at the same time.

The fair value of the interest derivative used in cash flow hedges amounts to € 0.3 million (31 December 2023: € 0.3 million). The nominal value of this hedging instrument amounts to € 6.4 million (31 December 2023: € 6.4 million).

No significant currency forwards exist as of 30 June 2024.

No ineffectiveness resulted in the interim period. In the first half of 2024, accumulated other comprehensive income before allowance for deferred taxes changed by € 2.9 million to € 35.8 million (first half of the previous year: change of € 50.0 million). Of this figure, a profit of € 2.9 million (first half of the previous year: € 2.9 million) was reclassified to the income statement.

Measurement of derivative financial instruments

Financial instruments are measured by determining fair value. The fair value of derivative financial instruments is sensitive to movements in underlying market rates. The Group determines and monitors the fair value of derivative financial instruments at regular intervals. Fair values for each derivative financial instrument are determined as being equal to the price at which one party can sell the rights and/or obligations to an independent third party. The fair values of derivative financial instruments are calculated using common market valuation methods with reference to market data available as of the measurement date including a credit value adjustment in the case of positive market values and a debit value adjustment in the case of negative market values. All derivative financial instruments are measured separately.

Additional information on financial instruments

All financial instruments recognised at fair value are divided into three categories defined in accordance with IFRS 13, as follows:

- Level 1 – quoted prices in active markets
- Level 2 – valuation techniques (inputs that are observable on the market)
- Level 3 – valuation techniques (inputs that are unobservable on the market)

In the period from 1 January to 30 June 2024, there were no reclassifications between level 1 and level 2, nor were there any reclassifications to or out of level 3. Furthermore, there was no change in purpose for the financial assets that would have caused a change to the classification of an asset. The Group does not hold any credit guarantees or securities that would minimize the credit risk. The carrying amount of financial assets therefore reflects the potential credit risk.

There is no net reporting for these financial assets and financial liabilities since no enforceable master netting arrangements or similar agreements exist.

The following balance sheet items include financial instruments measured at fair value:

€ million	30 Jun. 2024	31 Dec. 2023
Other non-current receivables	0.1	0.2

The fair value measurement is based on measurement sources, which are classified as level 2.

The financial receivables measured at fair value through other comprehensive income relate to derivative financial instruments that are included in hedge accounting. These financial instruments comprise derivative interest rate hedging contracts. The fair values of interest rate hedging contracts were calculated on the basis of discounted, expected cash flows. The market interest rates for the remaining terms of the financial instruments were used.

6 Other Information

6.1 Contingencies

All financings in the VGT Group (in the form of bonds or bank loans) are granted to the borrowing Group companies without the provision of collateral security. As of 30 June 2024, the total amount of bank guarantees in favour of third parties was € 3.8 million (first half of the previous year: € 3.2 million).

6.2 Leases

The Group as Lessee

In property, plant and equipment the Group recognises capitalised right-of-use assets in particular for land and buildings and for vehicles. The following table shows the right-of-use assets recognised in the balance sheet by class as of 30 June 2024:

€ million	30 Jun. 2024	31 Dec. 2023
Land and buildings	13.5	13.8
Vehicles	5.6	4.9
Other equipment, fixtures, furniture and office equipment	0.4	0.8
Total	**19.5**	**19.5**

The Group's existing lease liabilities result in the following undiscounted future lease payments:

€ million	30 Jun. 2024	31 Dec. 2023
Due within 1 year	4.3	4.4
Due in 1 to 5 years	9.3	8.1
Due in more than 5 years	10.1	10.5

The cash flow from financing activities includes the payments for the interest portion and principal portion in the amount of € 2.8 million (first half of the previous year: € 2.2 million).

6.3 Business transactions with related parties

In the first half of 2024, the remaining distributable profit of the financial year 2023 amounting to € 103.9 million (first half of the previous year: € 33.0 million) was paid to VGS. Furthermore, an advance profit transfer for the financial year 2024 in the amount of € 220.0 million (first half of the previous year: € 40.0 million) was paid to VGS. Also, VGS made a contribution to the capital reserve in the amount of € 200.0 million (first half of the previous year: € 0.0 million).

6.4 Events after the balance sheet date

OGE intends to become a hydrogen transmission network operator in the future. Accordingly, the object of the company was expanded to include hydrogen network operation upon entry in the commercial register as of 10 July 2024. On 22 July 2024, OGE, together with the other German transmission system operators, submitted a joint application for the establishment of a Germany-wide hydrogen core network to the BNetzA. This provides for the transmission system operators to successively build a Germany-wide hydrogen transportation network of almost 10,000 km in length by 2032. The core network will make a significant contribution to the development of a hydrogen market in Germany and the EU. The BNetzA will now review the application and issue a public consultation within two months. The approval by the BNetzA is expected by 22 September 2024.

6.5 Management

The following persons have been appointed to the Management and as representatives of the Company:

Christine U. Wilinski
Managing Director, until 31 March 2024

Pascal De Buck
CEO & Managing Director, Fluxys Belgium S.A. & Fluxys S.A.
Brussels/Belgium

Luís Pisco
Senior Portfolio Manager, Infrastructure Division, ADIA
Abu Dhabi/United Arab Emirates

Lincoln Hillier Webb
Executive Vice President, Infrastructure & Renewable Resources, British Columbia Investment Management Corp.
Victoria, British Columbia/Canada

Alexander Bögle
Senior Investment Manager, Private Equity & Infrastructure, MEAG MUNICH ERGO Asset Management GmbH
Munich, until 24 January 2024

Olivier Lemoine
Affiliates Portfolio Manager, Fluxys Europe S.A.
Brussels/Belgium

Timothy Keeling
Senior Principal, Infrastructure & Renewable Resources, British Columbia Investment Management Corp.
Victoria, British Columbia/Canada, until 24 January 2024

Guy Lambert
Head of Utilities, Infrastructure Division, ADIA
Abu Dhabi/United Arab Emirates

Robert Pottmann
Head of Illiquid Assets Equity, MEAG MUNICH ERGO Asset Management GmbH
Munich, from 25 January 2024

Paraskevas Fronimos
Senior Principal, Infrastructure & Renewable Resource Investments, British Columbia Investment Management Corp.
Victoria, British Columbia/Kanda, from 25 January 2024

With the exception of Christine U. Wilinski, the managing directors are not employees of the Company.

Essen, 1 August 2024

Vier Gas Transport GmbH

The Management

DocuSigned by:
Pascal de Buck
D879F830DE134A4...

Pascal De Buck

DocuSigned by:
Luís Pisco
7766B077B24C427...

Luís Pisco

DocuSigned by:
Lincoln Hillier Webb
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Lincoln Hillier Webb

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Olivier Lemoine
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Guy LAMBERT
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Paraskevas Fronimos