

Purpose, disclaimer and other cautionary statements

DOCUMENT PURPOSE:

This presentation has been prepared with the sole intention to facilitate the understanding of Transelectrica's operational and financial results by the general investing public (shareholders, creditors, analysts, financial media). Therefore it is of a purely informative nature. **This presentation is not an offer, invitation or a recommendation to trade in securities issued by the Company.** The detailed financial statements and the full report prepared in accordance with capital market regulations are available online at www.transelectrica.ro.

FINANCIAL NUMBERS:

reporting period: 1st January 2017 – 31th March 2017

reporting standard: International Financial Reporting Standards (IFRS)

basis/scope: standalone (unconsolidated)

external audit: unaudited

rounded numbers: for the ease of reading, certain figures used in this presentation (tables and charts) are displayed in millions and rounded to such

unit or to one or two decimals. In some cases this led to minor differences between totals and the sum of the individual elements

thereof (rounding errors)

REGULATED TARIFFS, 3rd REGULATORY PERIOD (1 July 2014 – 30 June 2019):

The presented figures (calculation components of regulated tariffs) are presented as disclosed to us by the Romanian Energy Regulator (the public office that sets the network tariffs charged by Transelectrica for the services performed on the domestic electric energy market, in accordance with the license granted by the regulator). Tariff ex-ante parameters for the current regulatory period were subject to an interim review by the Romanian Energy Regulator at 1st July 2015

LANGUAGE DISCLAIMER:

This document represents the English-language version of the original Romanian-language document. The English version has been created for English readers' convenience. Reasonable efforts have been made to provide an accurate translation, however, discrepancies may occur. The Romanian version of this document is the original official document. If any questions arise related to the accuracy of the information contained in the English version, please refer to the Romanian version of the document.



Agenda: 1Q2017 results

- Highlights
- **Operational results**
- **Financial results**

Investments

- **Investment deliveries in 1Q2017**
- **Investments current status**

Q&A





Financials

1Q y/y

- Revenues EBITDA
- Net income

- Lei 1,125 / 755 m ▲ 49.0% Lei 170 / 198 m ▼ 14.1%
- Lei 71 / 99 m ▼ 28.3%

Increased revenues from balancing settlement mechanism without positive impact on profit (pass-through segment)

Higher operational costs as a result of market conditions and lower tariffs (approved on 01.07.2016) resulted in diminished profit

Operational

1Q y/y

- Consumption*
- Production*
- Export (net of import)

- 15.1 / 14.7 TWh
- 16.6 / 15.6 TWh ▲ 6.5%
- 1.4 / 0.9 TWh A 65.6%

Slight increase in electricity consumption

Sharp increase in electricity exports leading to increased production

Regulatory framework

- Profit-allowed segment: lower transmission tariffs applied in 1Q2017 as compared to 1Q2016, as per the annual regulatory review at 1-Jul-2016 (Transmission ▼10.8 %, Dispatching ▲11.1%); the impact on revenues was mitigated by the 4.1% increase in volumes driven by growing electricity consumption
- Pass-through segment:

Technological system services: the main driver behind the gain in 1Q2017 (as compared to the loss reported in 1Q2016) was lower stand-by service fees paid to power producers in the stand-by capacity market, which led to significantly lower costs comparted to the previous year - the resulting cost reduction had the biggest impact on the result's y/y dynamics, offsetting the slight decrease in revenues due to lower system service tariff (-7,9%) partly offset by the 4.1% increase in volumes

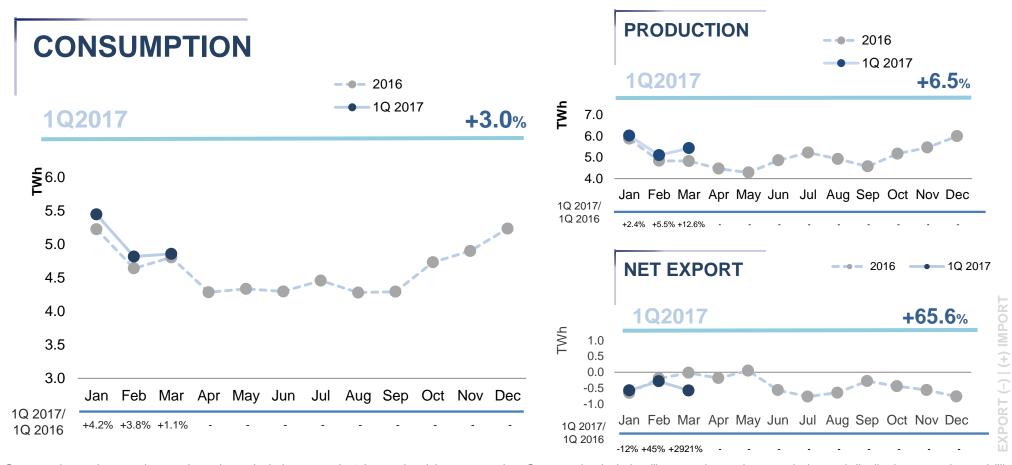


^{*}consumption/generation numbers do not include power plants' own electricity consumption. Consumption includes (i) consumption for hydro pumped storage, and (ii) energy losses in transmission and distribution networks. Cross-border net flow is calculated based on physical flows (export-import) aggregated across borders

Highlights | operational trends

Domestic demand – slight increase (stronger in January and February)

Domestic production – exports growth led to increased domestic power production, especially in March



Consumption and generation numbers do not include power plants' own electricity consumption. Consumption includes (i) energy losses in transmission and distribution networks, and (ii) consumption for hydro pumped storage. Cross-border net flow is calculated based on physical flows (import-export).



Key operational numbers

OPERATIONAL VOLUMES









1Q2017 / 1Q2016

Consumption

Production

16.6_{TWh / 15.5TWh}

TOTAL NET OUTPUT

7,664_{MW / 7,116MW}

HOURLY AVERAGE

▲ 6.5%

7.7%

Export physical flows

1.43 TWh ▲ 65.6% NET EXPORT

2.04 TWh / 0.61 TWh EXPORT / IMPORT

0.86 TWh

1.73 TWh / 0.87 TWh

Cross-border capacity usage

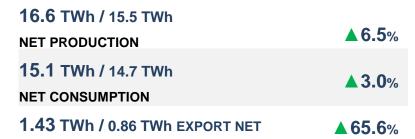
89% RS, 55% HU

ACTUAL USAGE OF ALLOCATED EXPORT CAPACITY



Highlights | operational trends

OPERATIONAL VOLUMES 1Q2017 / 1Q2016



NET CROSS-BORDER FLOW

7,001|8,940 MW / 6,720|8,531 MW

HOURLY CONSUMPTION (AVERAGE / HIGH)

19,928 MW / 20,201 MW

NET PRODUCTION CAPACITY CONNECTED TO RPS

4,371 MW / 4,337 MW

NET RES PRODUCTION CAPACITY CONNECTED TO RPS

11.64 TWh / 10.99TWh

▲ 5.9%

TRANSMISSION GRID INPUT VOLUME

2.21 % / 2.43%

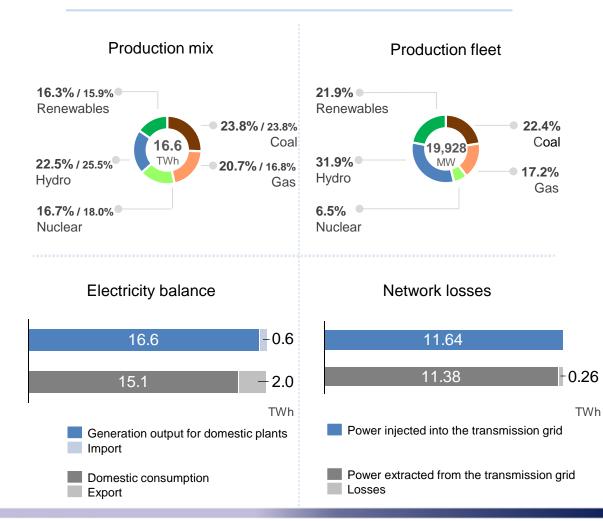
▼ 0.22 pp

TRANSMISSION NETWORK LOSSES

*Renewable energy sources (RES): Wind, Photovoltaic, Biomass, Geothermal. (Micro hydro power plants not included

RPS: Romanian Power System

1Q2017 / 1Q2016





1Q2017 / 1Q2016

1Q2017 / 1Q2016 profit-allowed operations

14.6 / 14.0 TWh 4.1% VOLUME BILLED FOR GRID OFF-TAKES (T₁)

15.8 / 14.6 TWh

VOLUME BILLED FOR GRID IN-TAKES (T_G)

Lei 1,125 / 755 m

REVENUES FROM OPERATIONS

▲ 49.0%

Lei 332 / 348 m ▼4.6% REVENUES FROM PROFIT-ALLOWED SEGMENT

Lei 170 / 198 m ▼14.3%

Lei 91 / 116 m ▼21.6%

EBIT

Lei 71 / 99 m **▼28.3**% NET INCOME

▼Lower tarrifs (1 July 2016)

▲ Grid losses

- Higher prices payed on spot and balancing markets
- Greater exposure to spot markets following the early termination of a longterm electricity deal by one of the main suppliers
- ▲ Doubtful debt provisions

PROFIT FROM OPERATIONS

Revenues Lei -16 m

Transmission fee income Lei -21 m Dispatching fee income Lei +3 m Cross-border congestion rents Lei +2 m

Expenses* Lei +35 m

Grid losses Lei +13 m Other expenses Lei +22 mi (of which Lei 18 m provisions for doubtful debts)

*before depreciation and amortization

EBITDA

Lei -51 m

Lei 159 m

(▼24% compared to Lei 210 m in 1Q 2016)

Overall operations

Profit-allowed operations



Financial results

Profit & Loss

[Lei millions]	1Q 2017	1Q 2016	Δ%
Billed volume [TWh]	14.60	14.02	+4.1%
Profit-allowed operations			
Revenues	332	348	-4.6%
Costs	173	138	+25.6%
EBITDA	159	210	-24.3%
EBITDA margin	48%	60%	
Depreciation	78	82	-4.1%
EBIT	81	129	-37.2%
Pass-through operations			
Revenues	793	407	+94.7%
EBIT	11	-12	-186.1%
All operations			
Revenues	1.125	755	+49.0%
Costs	956	557	+71.5%
EBITDA	170	198	-14.3%
EBIT	91	116	-21.6%
Net Income	71	99	-28.3%

Volume growth driven by low outside temperatures

Lower tarrifs since 1 July 2016
+ higher grid losses costs and receivable impairments

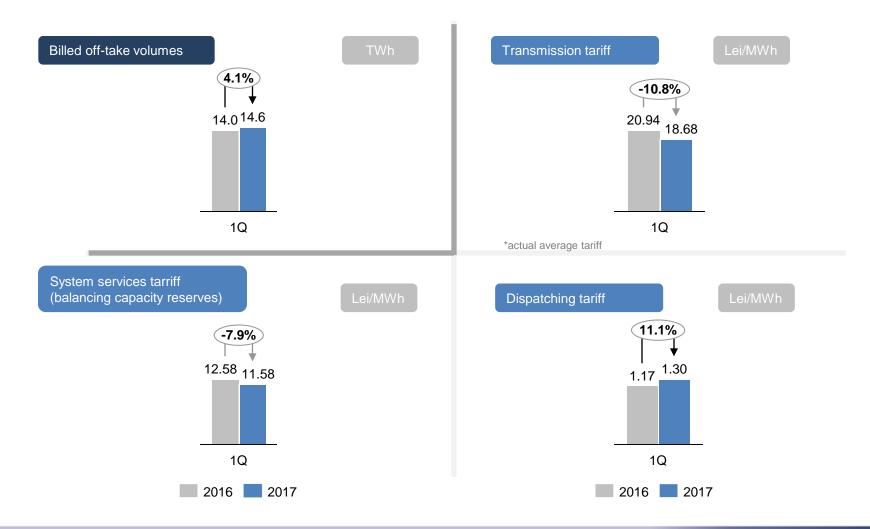
Revenues: massive increase in total amounts settled in the balancing market (revenues and expenses x2.7 times higher y/y) due to large physical imbalances and high balancing prices

Profit: gain from technological system services due to low standby fees paid to power producers



Billed volumes

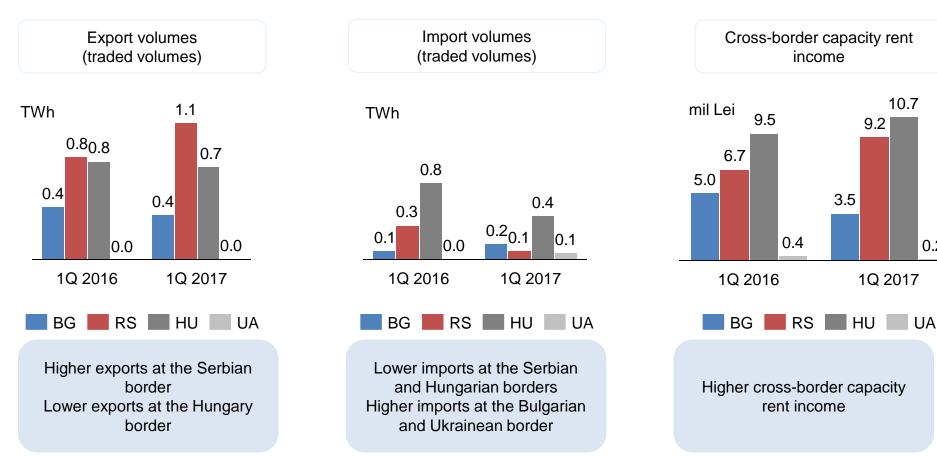
Billed volumes vs tariff levels





Operational results

Export vs import. Income from sale of cross-border network capacity



Voumes (TWh) represent cross-border traded volumes aggregated across all trading timeframes (forward and spot). Cross-border income reflects the total amount of income earned by Transelectrica in the explicit allocation (annual, monthly, day-ahead and intra-day auctions) and implicit allocation (day-ahead in the case of RO-HU border) of cross-border network capacity, aggregated for exports and imports.



10.7

0.2

9.2

1Q 2017

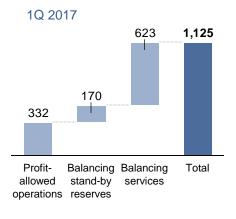
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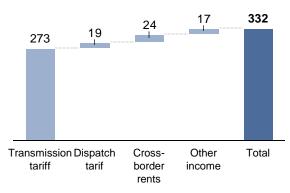
Operations | Revenues

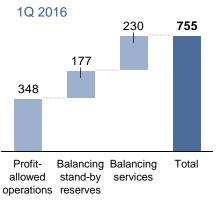


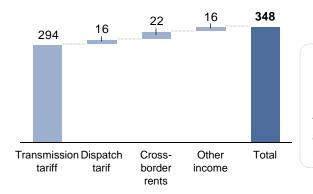
ALL OPERATIONS

PROFIT-ALLOWED OPERATIONS



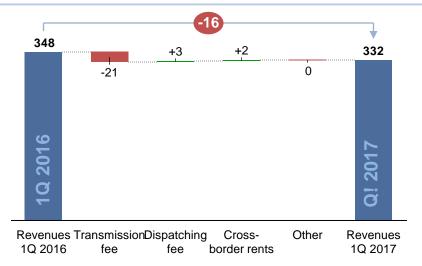






OPERATING REVENUES

PROFIT-ALLOWED OPERATIONS: BREAKDOWN



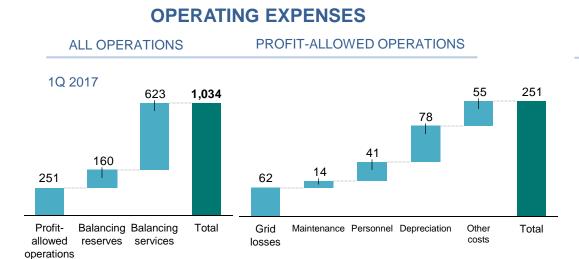
DRIVERS BEHIND THE DECLINE IN REVENUES

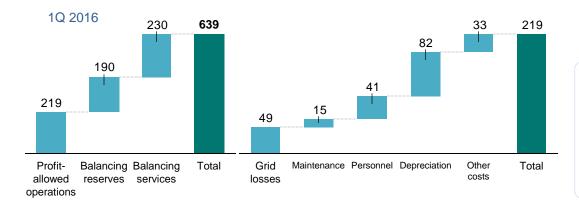
▼The decrease in revenues was due to the reduction of the regulated transmission tariff on 01.07.2016 which was mainly caused by ex-post adjustments of ex-ante assumptions for grid losses purchase price and inflation rate

Chart unit: Lei m



Operations | Costs





OPERATING EXPENSES

PROFIT-ALLOWED OPERATIONS: BREAKDOWN



DRIVERS BEHIND THE INCREASE IN COSTS

▲ Grid losses costs (Lei +13 m)

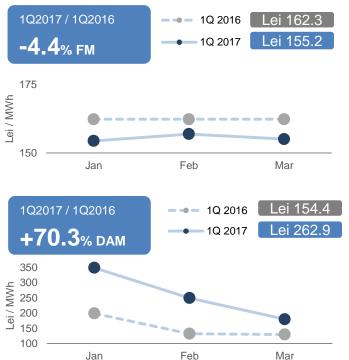
▲Other costs: provisions for doubtful debt (Lei +18 m), expenditures on services rendered by third parties (Lei +3 m)

Chart unit: Lei m

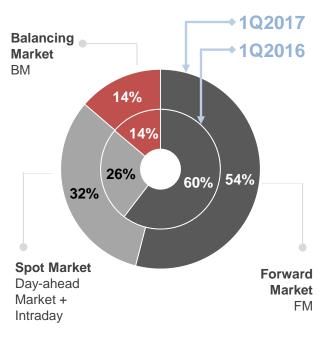


Financial results





Operational costs | grid losses



GRID LOSSES

11.64 TWh
GRID IN-TAKE VOLUME IN 1Q2017
11.38 TWh
GRID OFF-TAKE VOLUME IN 1Q2017
2.21% (0.26 TWh)
GRID LOSSES IN 1Q2017

PRICES PAID PER MARKET

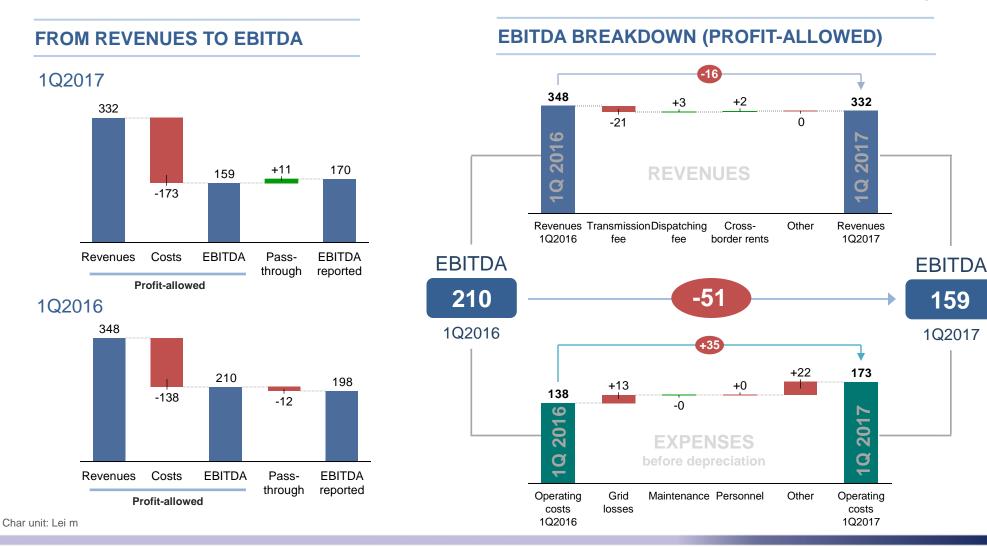
155.2 Lei/MWh (▼4.4%)
FORWARD MARKET (FM)
262.9 Lei/MWh (▲70.3%)
DAY-AHEAD MARKET (DAM)
516.5 Lei/MWh (▲60.5%)
BALANCING MARKET (BM)

AVERAGE PRICE / PURCHASE MIX

240.2 Lei/MWh (182.4 Lei/MWh în 1Q2016) CROSS-MARKET AVERAGE PRICE PAID 54%FM/ 32%SPOT / 14%BM (1Q2017) PURCHASE MIX (VOLUMES) 60%FM / 26%SPOT / 14%BM(1Q2016) PURCHASE MIX (VOLUMES)



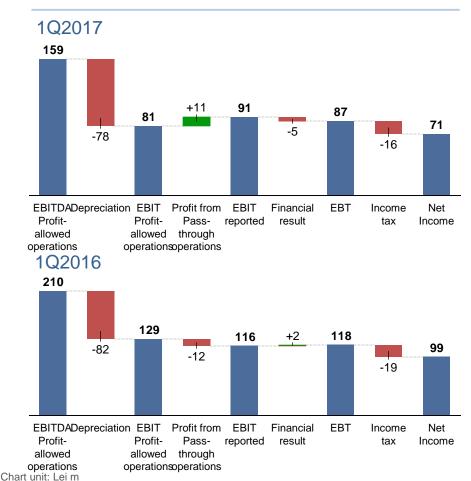
Operational profit | EBITDA



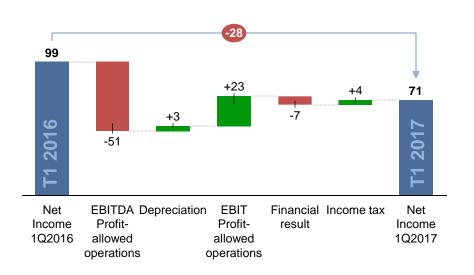


From EBITDA to Net income

FROM EBITDA TO NET INCOME



NET INCOME BREAKDOWN



DRIVERS BEHIND THE DECLINE IN NET INCOME

- ▼ Decline in EBITDA from profit-allowed operations due to lower tariffs as per the regulatory review at 1-July-2016, higher grid losses costs and greater amounts booked as doubtful debt
- ▲ Significantly more profit coming from pass-through segment (compared to the loss incurred in 1Q2016)



Financial results | Debt position

31 Mar 2017

Ba1 stable | Moody's rating

608 mil Lei

Gross financial debt (current portion included)

-260 mil Lei

Net financial debt (net of cash*)

647 mil Lei

EBITDA (most recent 4 quarters)

0.19x (capped to 0.95x by bank covenants)

Gross debt / Equity (current portion included)

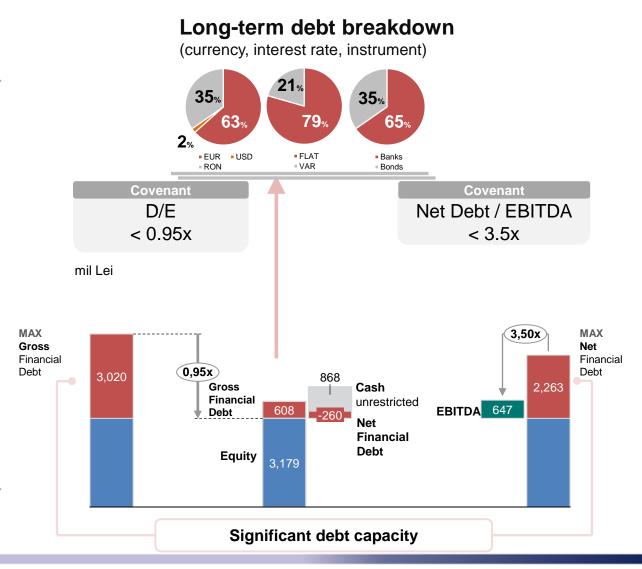
26.95x (floored to 4.2x by bank covenants)

EBITDA / interest expense

3,020 mil Lei / 2,263 mil Lei

Maximum debt levels given covenant constraints D/E (left-hand side) and Net Debt/EBITDA (right-hand side)

*for the purpose of calculating Net financial debt, the cash balances from new connection fees (Lei 2665 m) and cross-border rent income booked under investment reserve (Lei 82.6 m) were not included in cash and cash equivalents.





Investments | 1Q2017 numbers

Lei **119** m

New contracts signed in 1Q2017

Total aggregate amount for 1Q2017 contracts

Selected items:

Lei 111.8 m - Modernization of substation Domnesti 400/110/20kV

Lei 4.6 m – Replacement of AT2-200MVA in substation Resita 220/110kV

Lei 0.5 m – Internal services feeding from tertiary AT2-200MVA substation Pestis 220/110kV



Lei **31** m

Capital expenditure

Amounts added to construction-work-inprogress in 1Q2017



Lei 5.1 m – Modernization of substation Suceava 110/20kV

Lei 4.5 m - Line Portile de Fier - Anina - Resita

Lei 3.8 m - Line Resita - Pancevo



Lei 15 m

New commissioned assets

Amounts transferred from construction-work-inprogress to fixed assets in 102017

Selected items:

Lei 7.9 m – Integrated security system at substations (Rosiori, Oradea, Paroseni)

Lei 5.8 m – Transforming unit replacement in substations, stage 2

Lei 0.7 m - Modernization of command building substation Roman Nord 400/110/20kV



Investments on progress

Under construction

Investment	Estimated year of commissioni ng	Initial cost estimation [Lei m]	Actual cost as per contract signed [Lei m]	
New cross-border link Reşiţa (RO) – Pancevo (RS)	2017	136	81	
Line Porțile de fier - Anina - Reșița*	2018	124	123	
Substation Bradu 400/220/110 kV	2018	177	129	
Substation Câmpia Turzii 220/110 kV	2017	86	42	
Extension of substation 400 kV Medgidia Sud	2017	75	45	
Substation Reşiţa 400/220/110 kV	2018	130	81	
Substation Cluj Est 400/110 kV	2017	24	15	
Substation Tihău 220/110 kV	2017	11	7	
Modernization of substation Sârdănești	2018	21	11	
Replacement of transforming units in various substations – phase II	2018-2019	46	40	
Modernization of substation 110 and 20 kV Suceava	2017	31	25	
Modernization of substation 220/110kV Dumbrava	2019	30	20	
Substation Domnesti 400/110/20kV	2020	144	112	
Substation Turnu Severin 220/110kV	2019	63	43	
Substation Arefu 220/110/20kV	2019	38	24	

Contracts

Procurement

At this time, procurements totaling an estimated Lei 44 mil are initiated and in progress

Pre-procurement

At this time, procurements totaling an estimated Lei 257.2 m are being initiated.

Permitting

Line projects currently pending Government approval / environmental permits / construction authorizations / land expropriation

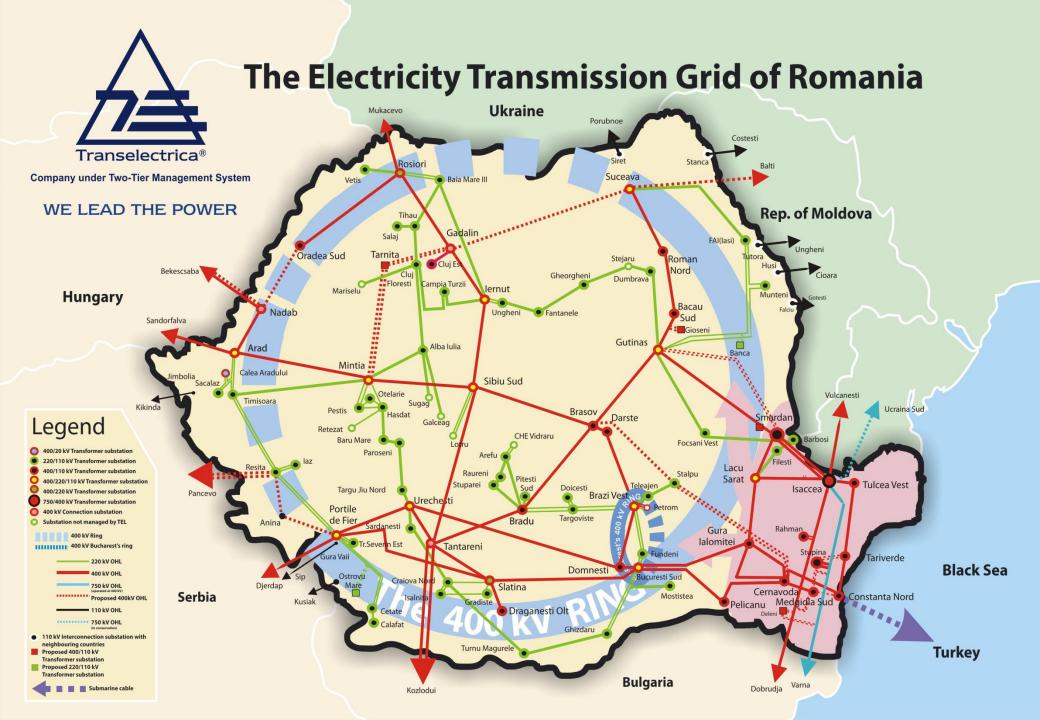
- Substation Otelarie Hunedoara 220 kV (estimated value Lei 13.4 m)
- Substation Smardan 400/110/20 kV (estimated value Lei 116.8 m)
- 110 kV Substations Bacau Sud si Roman Nord (estimated value Lei 46.9 m)
- · Substation Ungheni 220/110/20 kV (estimated value Lei 46.5 m)
- · Substation Focsani Vest -110 400 plans (220) kV (estimated value Lei 32.3 m)
- Substation Hasdat 220/110 kV (estimated value Lei 50 m)
- Connections to substation Medgidia Sud 400 kV (estimated value Lei 54 m)

- Line Porțile de Fier-Anina-Reșița-Timisoara-Săcălaz-Arad
 - Phase I: Porțile de Fier-Anina-Reşiţa 118 km
 - Phase II: Resita-Timisoara-Săcălaz-Arad 173 km
- Line Gădălin-Suceava 260 km
- Line Smârdan-Gutinas 140 km
- Line Cernavodă-Stâlpu 160 km
- Line Ostrovu Mare-RET 32 km
- Line Suceava-Bălti (MD) 90 km (subject to RO-MD MoU)
- Connections of lines Isaccea-Varna and Isaccea Dobrudja in substation Medgidia Sud 27 km









Annex

Financial statements

Separate statement of profit and loss

[Lei millions] Billed volume [TWh]	1Q 2017 IFRS 14.60	1Q 2016 IFRS 14.02 A	4.1%
Profit-allowed operations			
Operational revenues	332	348 ▼	4.6%
Operational revenues Transmission	299	317 ▼	5.9%
Operational revenues Transmission Regulated fee	273	294 ▼	7.1%
Operational revenues Transmission Cross-border rents	24	22 🛦	9.0%
Operational revenues Transmission Other	2	2 🛦	10.8%
Operational revenues Dispatching	19	17 ▲	12.4%
Operational revenues Dispatching Regulated fee	19	16 🛦	15.7%
Operational revenues Dispatching Unplanned cross-border flows	0	1 ▼	68.9%
Operational revenues Other income	14	14 🛦	
Operational costs	173	138 🛦	
Operational costs System operation	77	63 ▲	
Operational costs System operation Grid losses	62	49 🛦	
Operational costs System operation Congestion relief	0	3 ▼	
Operational costs System operation Power consumption in grid substations	4	0 🛦	
Operational costs System operation Inter-TSO-Compensation	5	7 ▼	201170
Operational costs System operation Other	5	5 🛦	
Operational costs Maintenance	14	15 ▼	
Operational costs Personell	41	41 🛦	
Operational costs Other	41	19 🛦	
EBITDA	159	210 🔻	
Operational costs Depreciation and amortization EBIT	78 81	82 🔻	
Pass-through operations	81	129 ▼	37.2%
Operational revenues	793	407	94.7%
Operational revenues System service	170	177	
Operational revenues Balancing service	623	230	
Operational costs	783	420 A	
Operational costs System service	160	190 🔻	
Operational costs Balancing service	623	230	
EBIT	11	-12 A	
All operations (profit-allowed and pass-through)		12	1001170
Operational revenues	1,125	755 🛦	49.0%
Operational costs	956	557	
EBITDA	170	198 ▼	
Operational costs Depreciation and amortization	78	82 ▼	
EBIT	91	116 ▼	21.6%
Financial result	-5	2 ▼	322.6%
EBT	87	118 ▼	26.9%
Income tax	-16	-19 ▲	19.4%
Net Income	71	99 ▼	28.3%

Separate statement of financial position

[Lei millions]	31 Mar 2017 IFRS	31 Mar 2016 IFRS
Assets		
Property, plant and equipment	3,142	3,267
Intangible assets	14	34
Financial assets	78	56
Total non-current assets	3,243	3,357
Inventories	32	35
Trade and other receivables	887	692
Cash and cash equivalents	977	911
Total current assets	1,896	1,637
Total assets	5,139	4,995
Share capital	733	733
Subscribed share capital	733	733
Adjustments of share capital to inflation	50	50
Share premium	116	99
Legal reserve	536	589
Revaluation reserve	57	56
Other reserves	1,686	1,601
Retained earnings	3,179	3,128
Total shareholders' equity	426	455
Long-term deferred revenue	454	569
Borrowings non-current	72	68
Other	952	1,092
Total non-current liabilities	721	486
Trade and other liabilities	8	8
Other tax and social security liabilities	154	188
Borrowings current	54	38
Provisions	38	33
Short-term deferred revenue	34	20
Income tax payable	1,008	774
Total current liabilities	1,960	1,866
Total liabilities	5,139	4,995



Annex

actual vs. budget

Separate statement of profit and loss

[Lei m]	1st QUARTER						
	Actual 2017	Actual 2016	Budgeted 2017	Actual 2017 vs 2016	Actual 2017 vs 2016 (%)	Actual vs Budgeted 2017	Actual vs Budgeted 2017 (%)
Operational revenues							
Operational revenues Transmission	299	317	295	-19	-6%	3	1%
Operational revenues Dispatching & System service	189	194	188	-5	-3%	1	1%
Operational revenues Balancing service	623	230	643	393	171%	-20	-3%
Operational revenues Other	14	14	14	1	5%	1	4%
Operational revenues total	1,125	755	1,140	370	49%	-15	-1%
Operational costs							
Operational costs System operation expenses	77	63	77	14	22%	0	-1%
Operational costs Balancing service expenses	623	230	643	393			-3%
Operational costs System service expenses	160	190	162	-30	-16%	-2	-1%
Operational costs Depreciation and amortization	78	82	81	-3	-4%	-3	-4%
Operational costs Personnel expenses	41	41	44	0	0%	-3	-7%
Operational costs Maintenance expenses	14	15	14	0	-3%	0	0%
Operational costs Materials	2	2	3	0	-8%	-1	-42%
Operational costs Other	39	17	32	22	126%	7	22%
Operational costs total	1,034	639	1,057	395	62%	-23	-2%
EBIT	91	116	84	-25	-22%	8	9%
Financial income	7	13	9	-6	-49%	-2	-25%
Financial expenses	11	11	6		5%		81%
Financial result	-5	2	3	-7	n/a	-7	n/a
EBT	87	118	86	-32	-27%	0	0%
Income tax	16	19	0	-4	-19%	16	n/a
Net income	71	99	86	-28	-28%	-15	-18%



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Executive Board

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