



ERG



THIRD QUARTER 2015 RESULTS

12 NOVEMBER 2015

LUCA BETTONTE, CEO

DISCLAIMER

This document contains certain forward-looking information that is subject to a number of factors that may influence the accuracy of the statements and the projections upon which the statements are based.

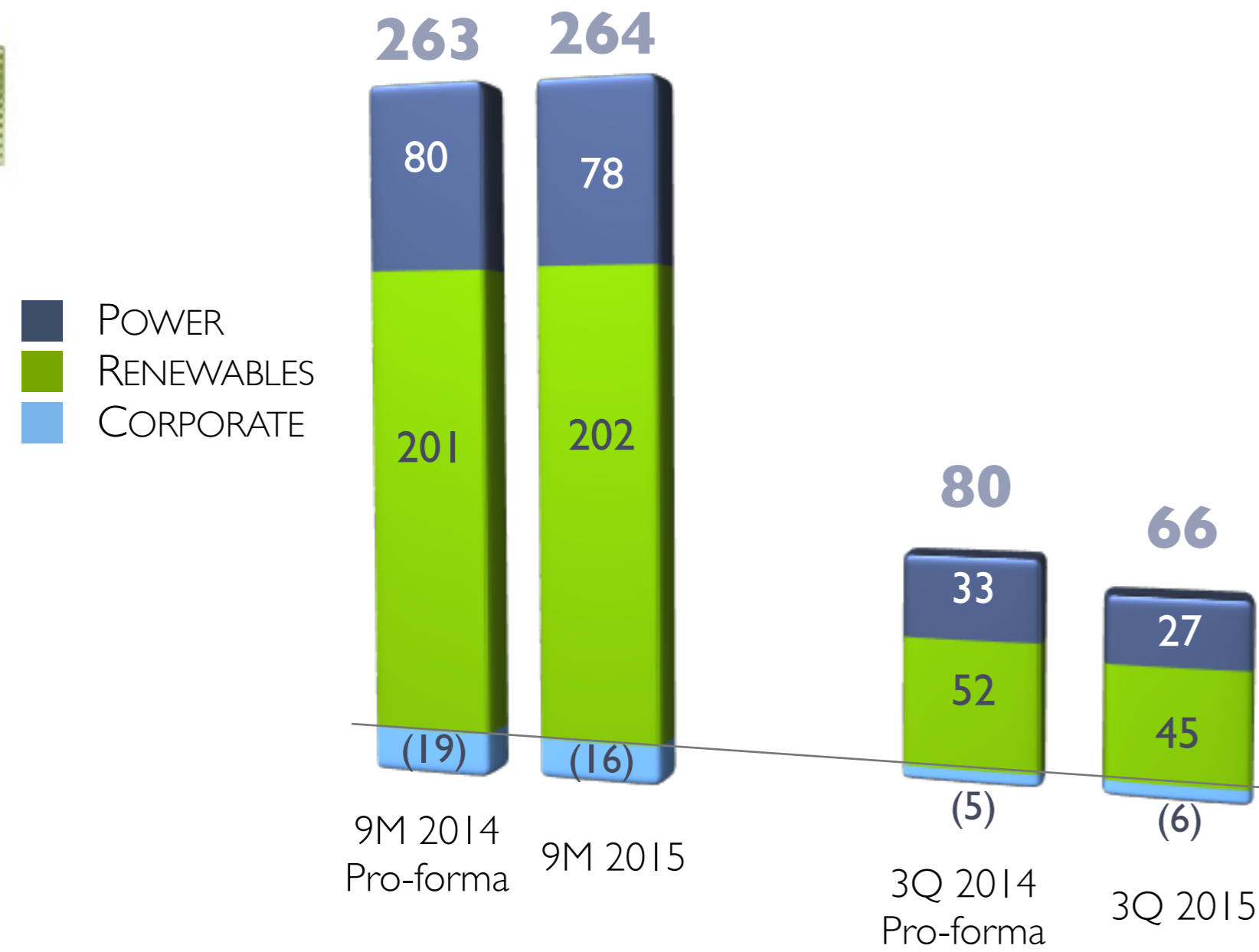
There can be non assurance that the projections or forecasts will ultimately prove to be accurate; accordingly, the Company makes no representation or warranty as to the accuracy of such information or the likelihood that the Company will perform as projected.

AGENDA

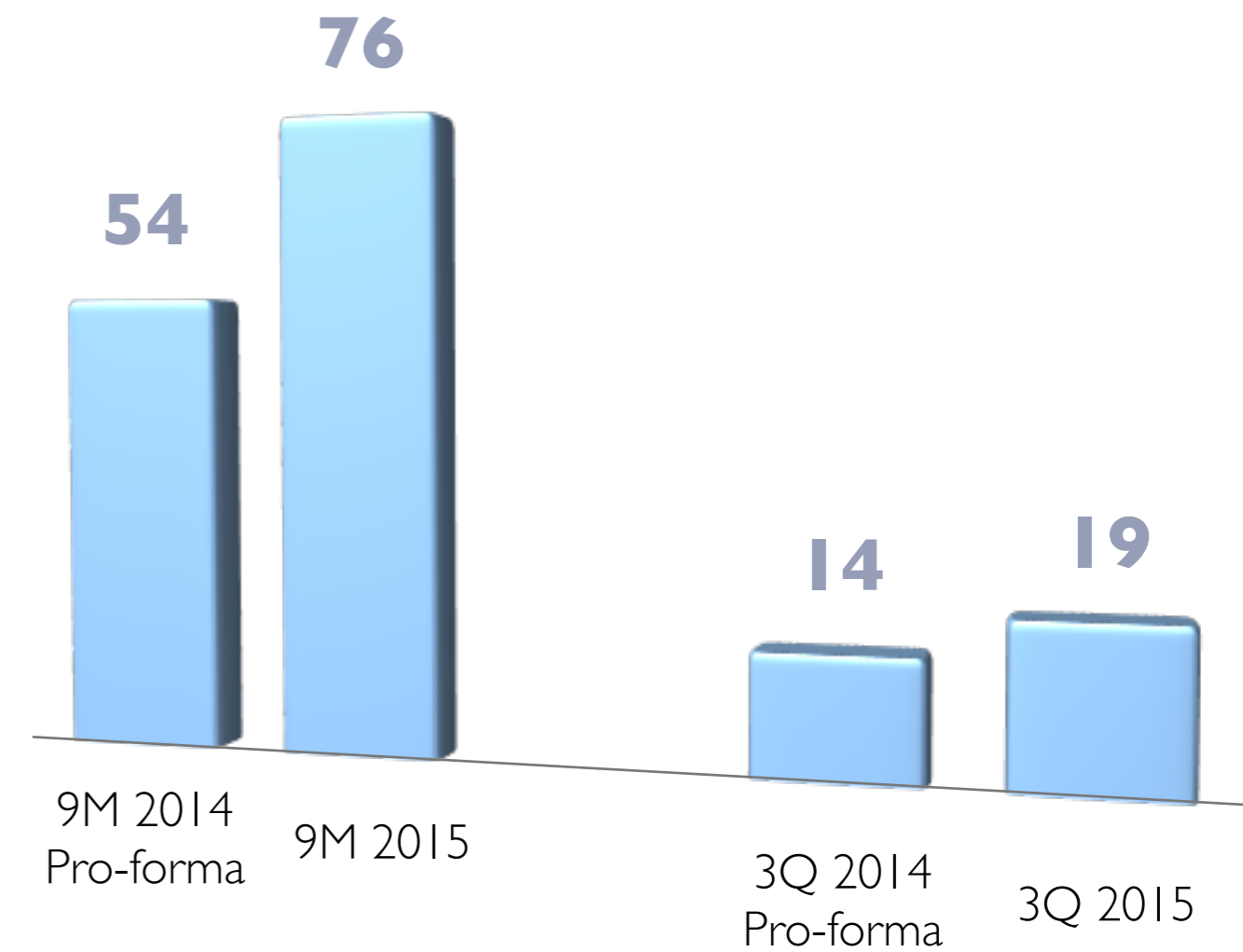
- 3Q 2015 Highlights
 - ✓ Key Figures
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- Key Financials
 - ✓ Profit & Loss
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HIGHLIGHTS: KEY FIGURES

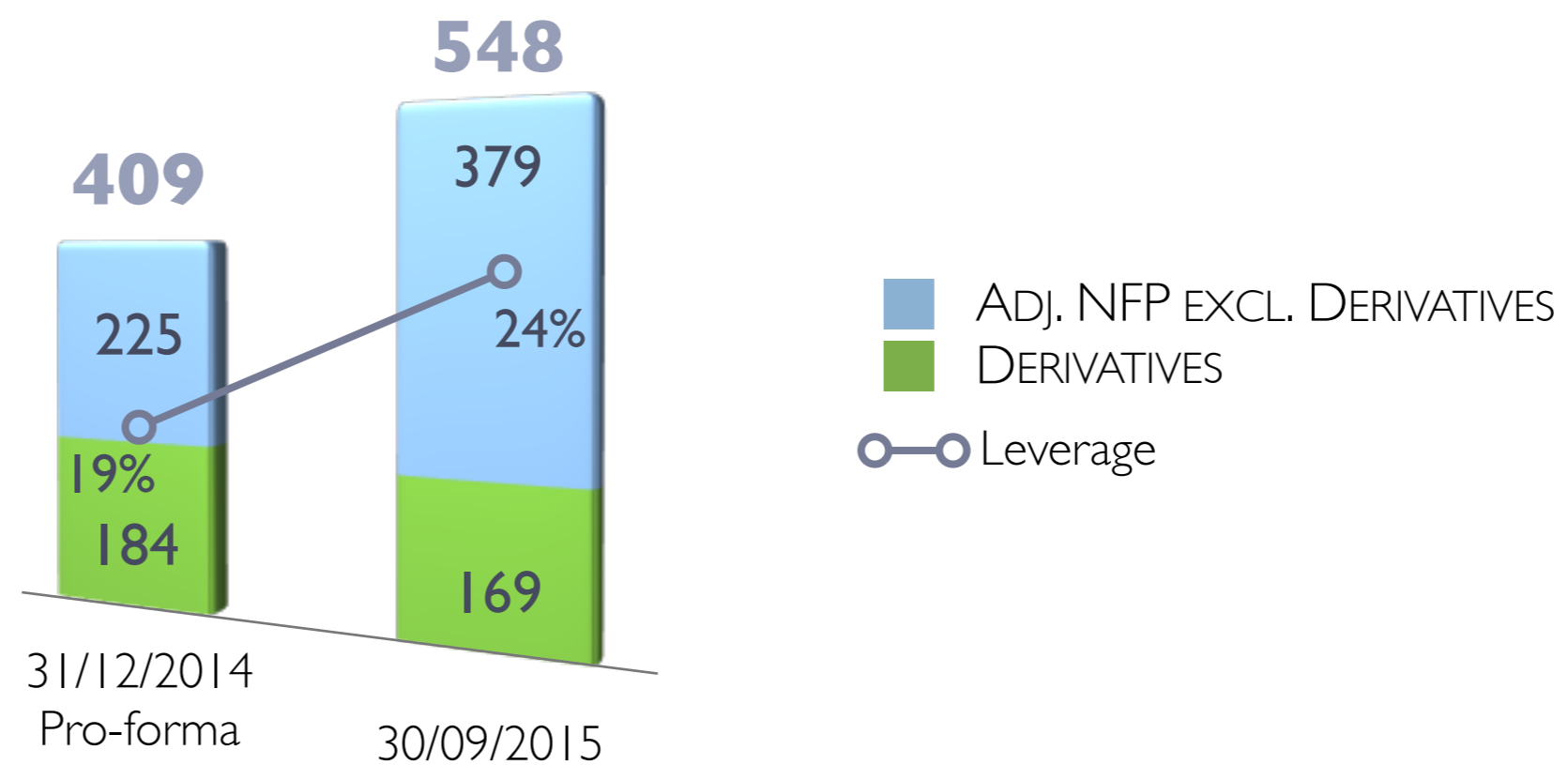
RC Ebitda Adj (€ mn)



RC Net Profit (€ mn)



Adj NFP (€ mn)



Strong set of results despite negative seasonality in Wind

FURTHER EXPANSION IN FRANCE AND GERMANY

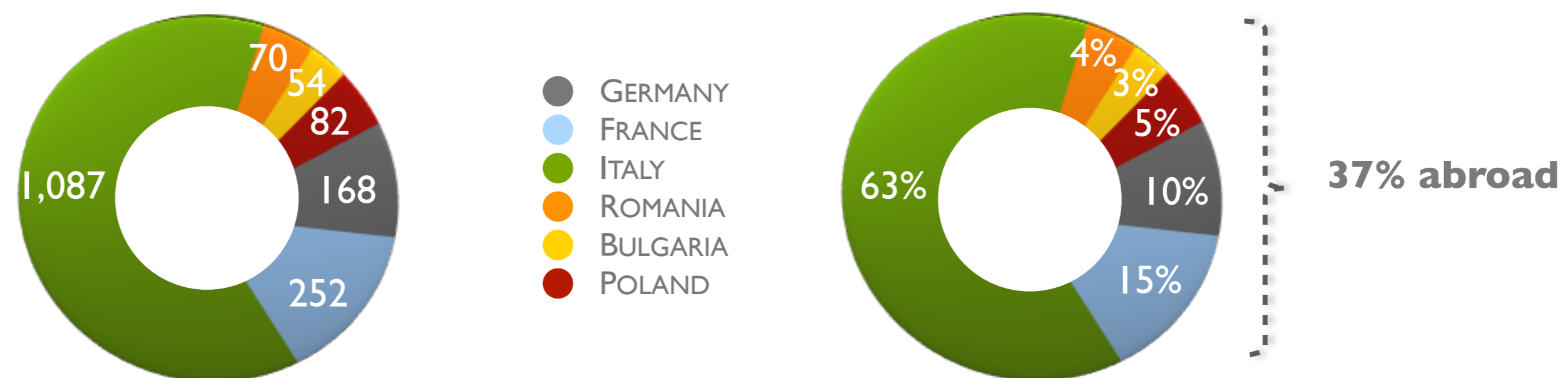
Deal description

- On October 15, 2015 ERG Renew signed an agreement to acquire 206MW: 124MW in France, and 82MW in Germany
- Transaction also includes 2 companies which provide operational and technical assistance: 28 professionals, covering ca. 800MW in France, Germany and Poland
- EV of €297mn, equity of €128mn. Wind farms entirely funded through limited recourse project financing
- Wind farms in operation since 2009-2014 in France and since 2004-2014 in Germany
- Expected 2016 EBITDA: ca. €30mn

Strategic rationale of the deal

- Further geographical diversification and internationalisation (37% of portfolio abroad)
- Growth in 2 core countries for the renewable energy expansion
- ERG Renew ranked 8th onshore wind power operator in Europe
- Gradual insourcing of operational and technical activities to exploit further synergies

ERG Renew - MW installed as of 31.12.2015
1.7GW ⁽¹⁾



⁽¹⁾ Capacity already includes newly acquired 206MW (of which 128MW in France and 82MW in Germany), and 40MW in construction in Poland

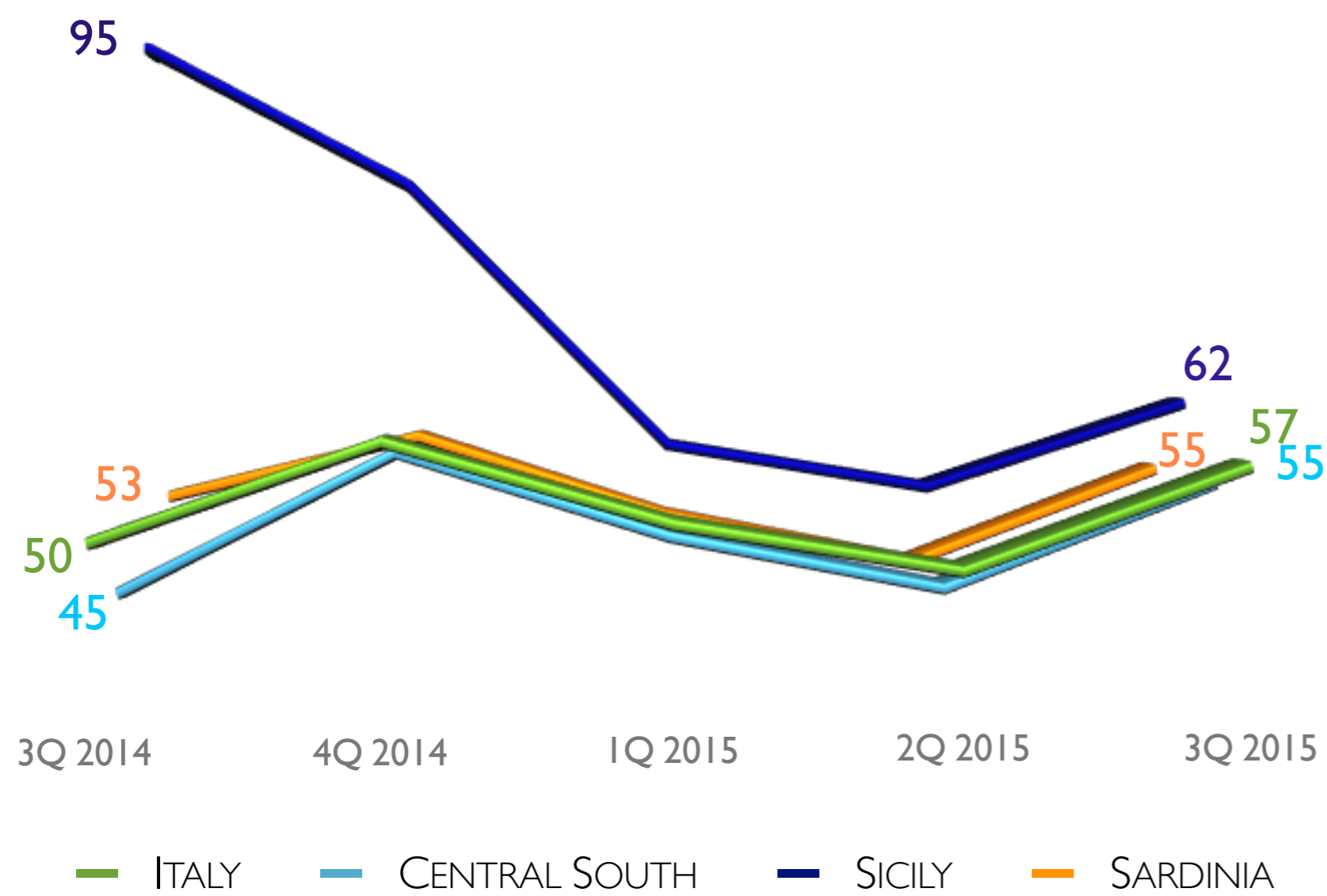
RESULTS REVIEW

PAOLO MERLI

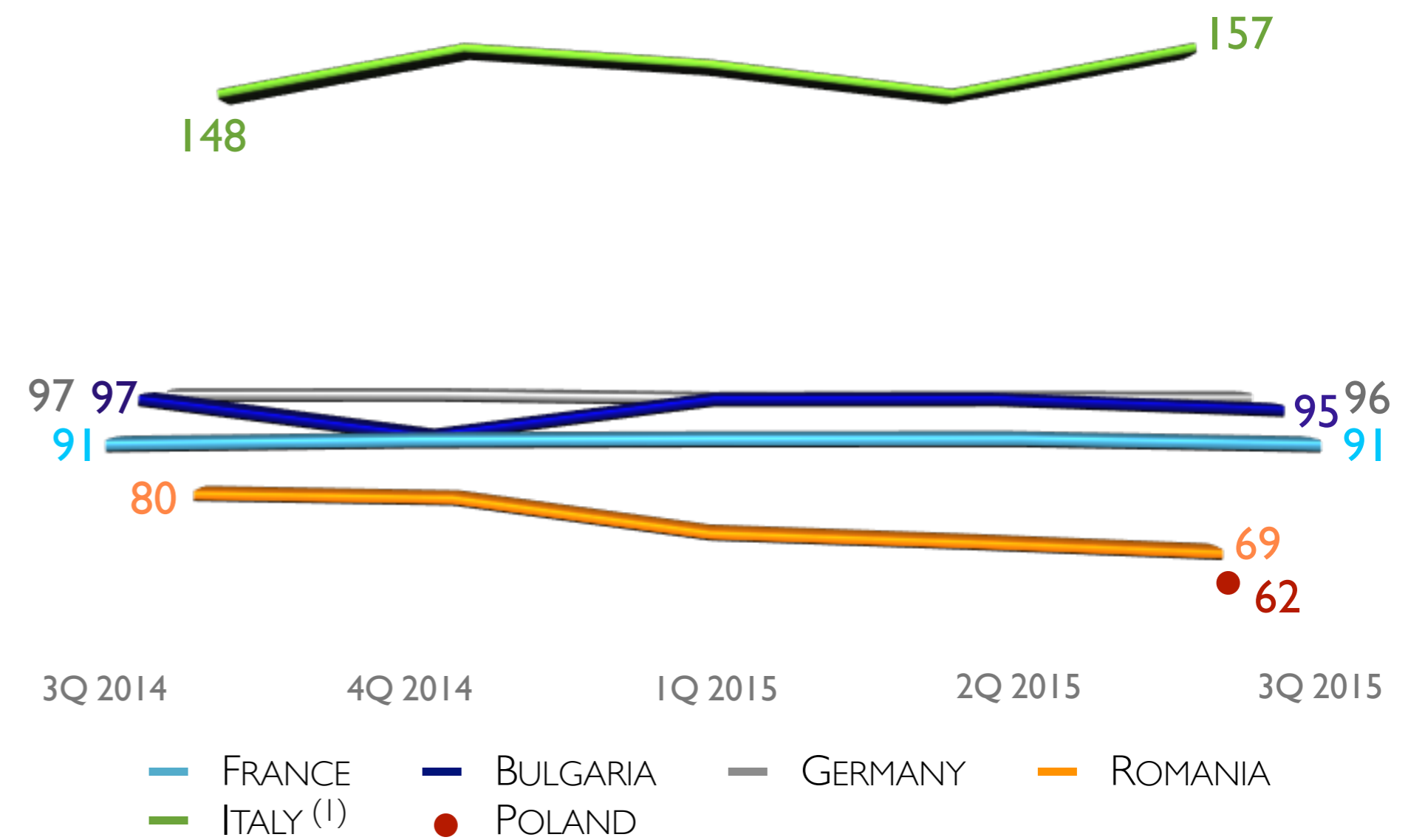
CFO

BUSINESS ENVIRONMENT

Electricity Prices (€/MWh) in Italy - PUN

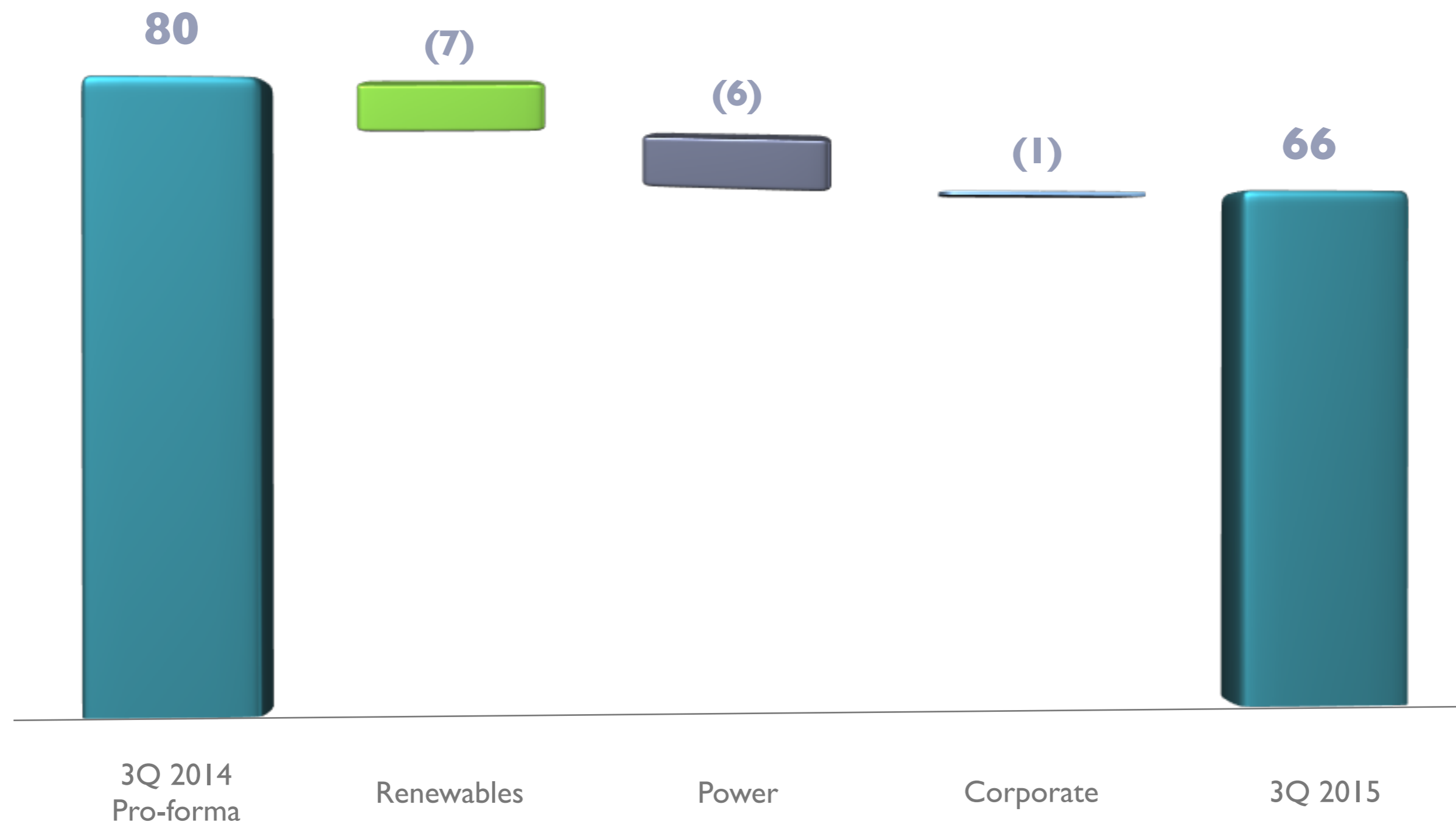


Renewables: Electricity Prices (€/MWh)



(1) Italian price is theoretical price based on National Average Electricity Price (PUN) + GC

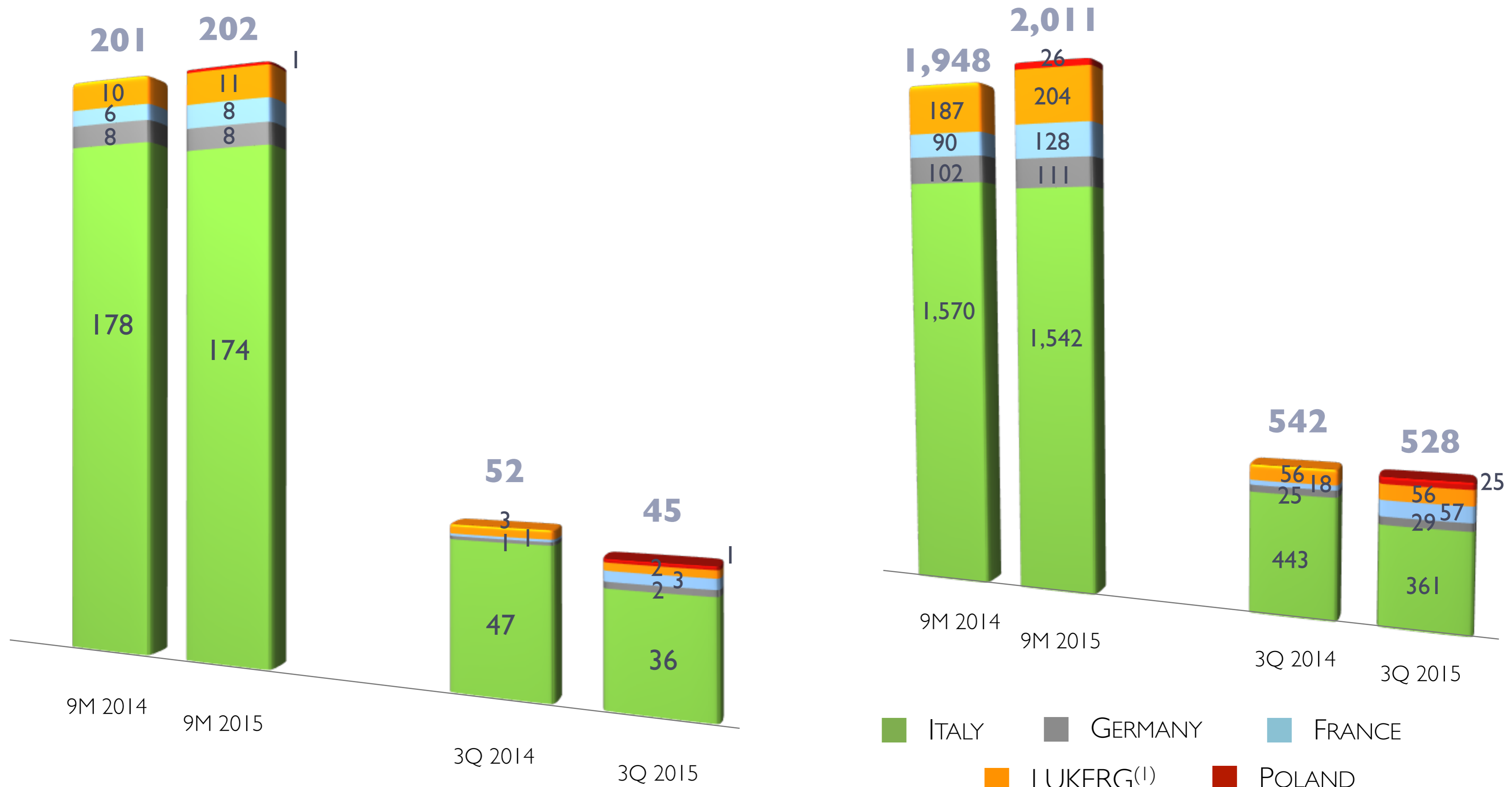
3Q 2015 GROUP EBITDA



RENEWABLES RESULTS

RC Ebitda (€ mn)

Volumes (GWh)

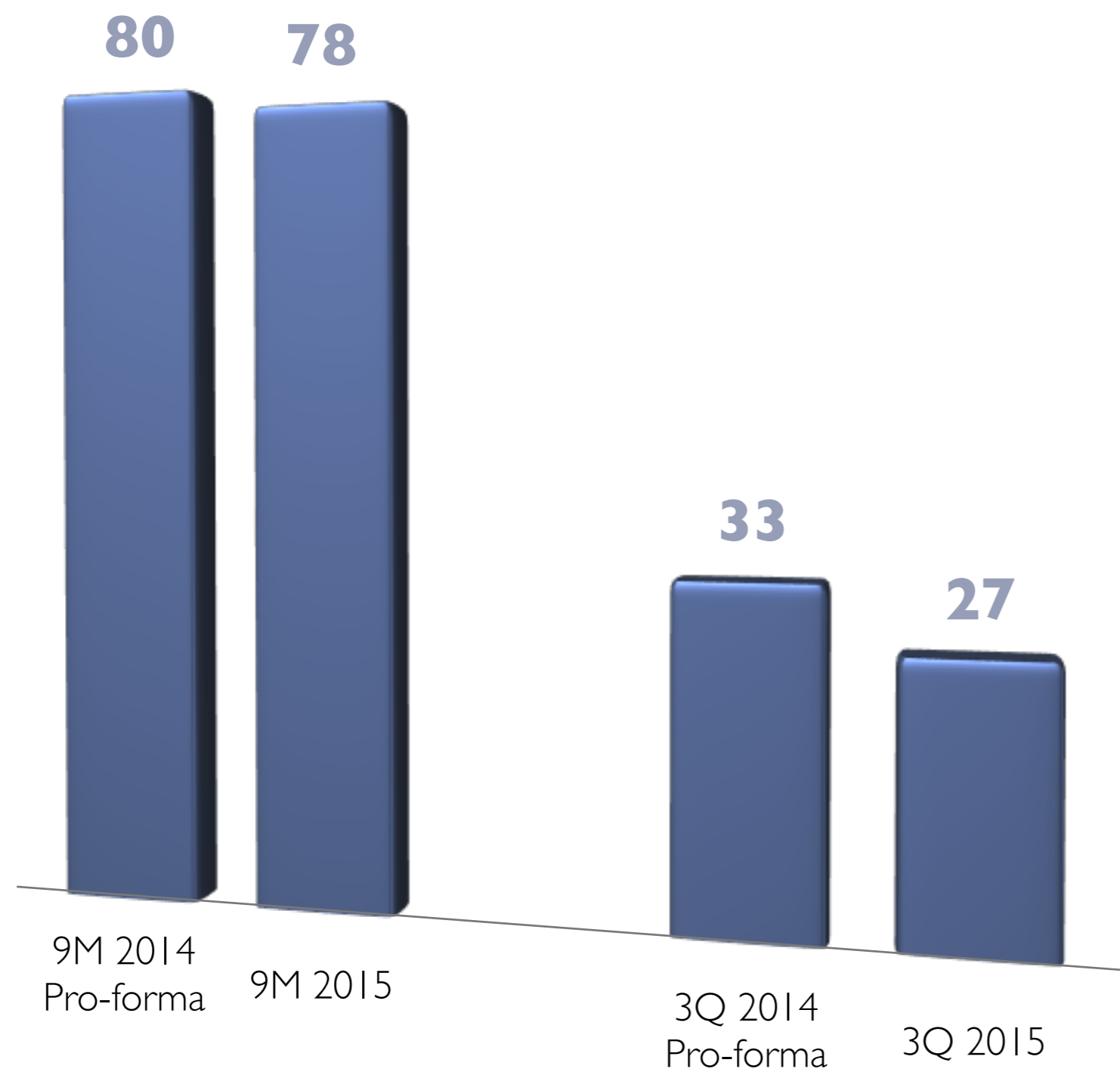


Worse wind conditions in Italy

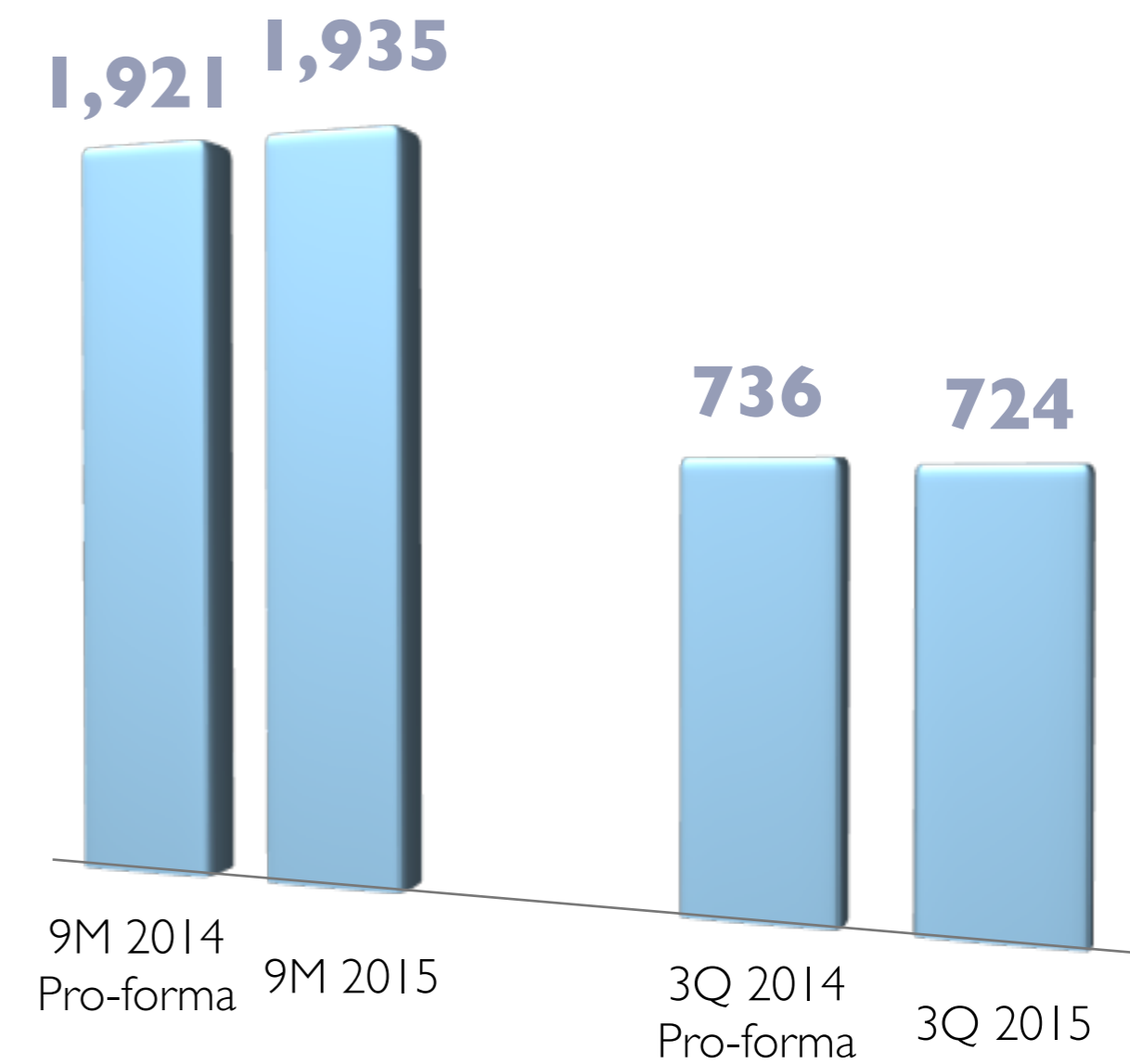
(1) LUKERG: ERG's stake = 50% in Bulgaria and Romania

POWER RESULTS

RC Ebitda (€ mn)

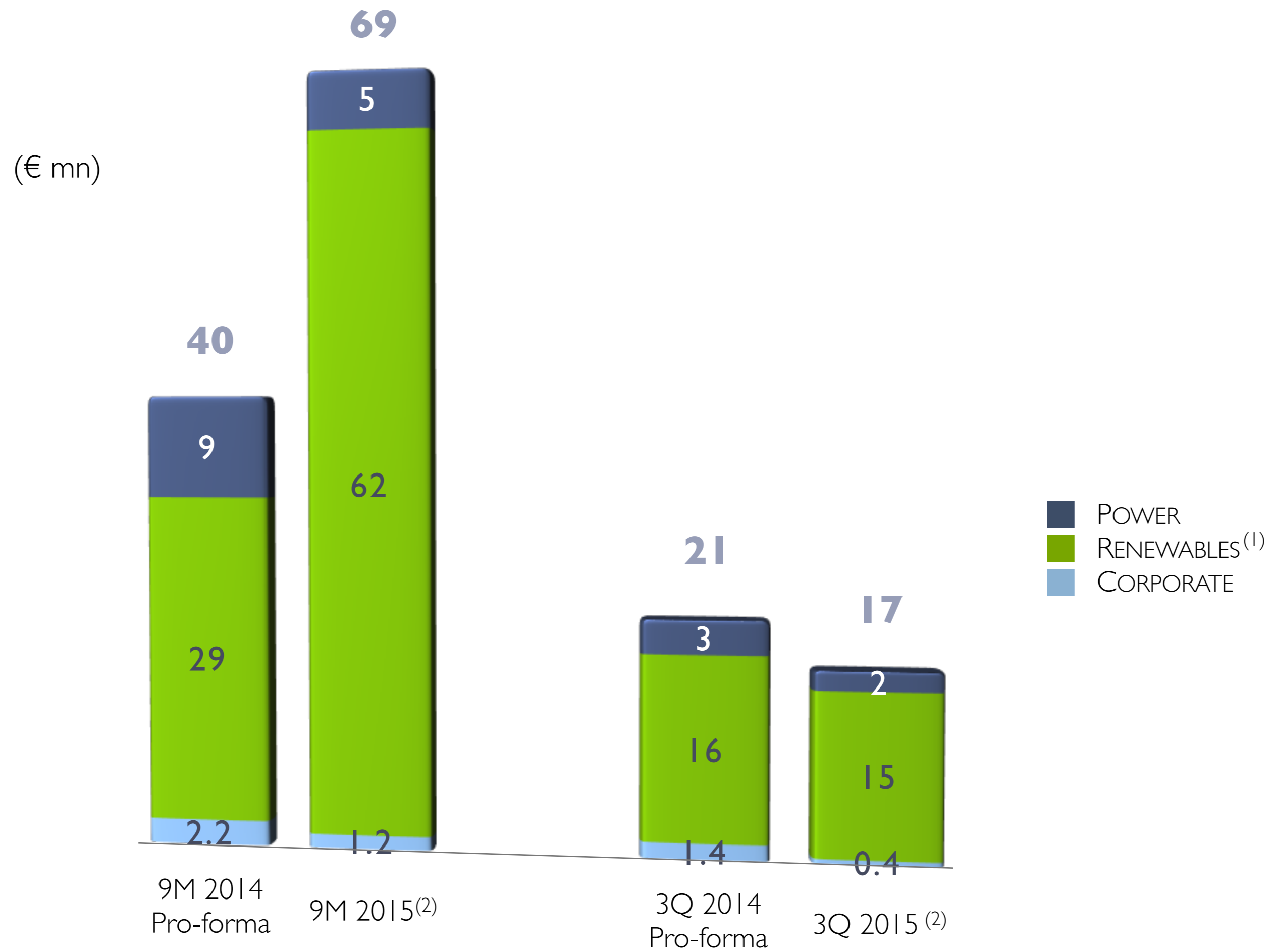


Volumes (GWh)



Lower prices partly offset by cost cutting and Energy Management

ADJUSTED INVESTMENTS

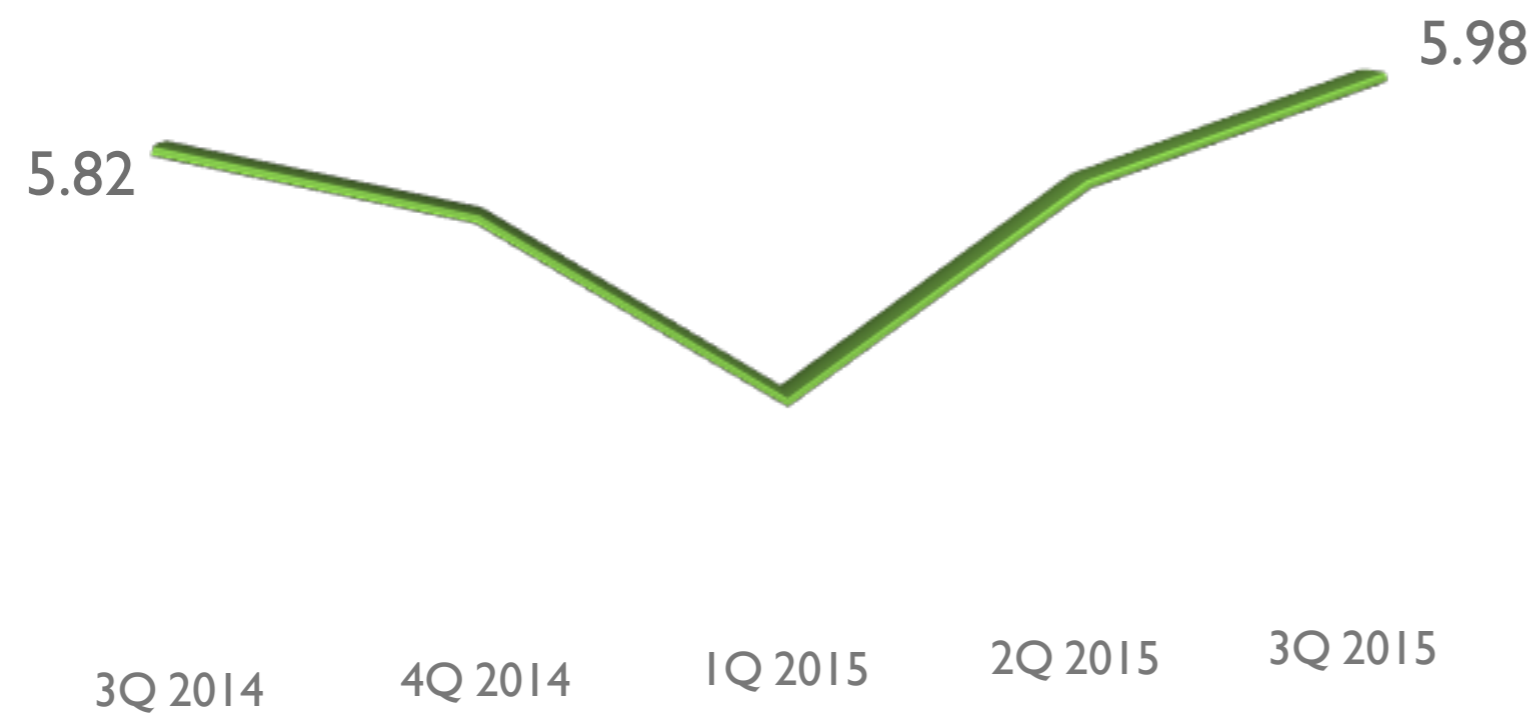


⁽¹⁾ Renewables adjusted for LUKERG Renew (50%).

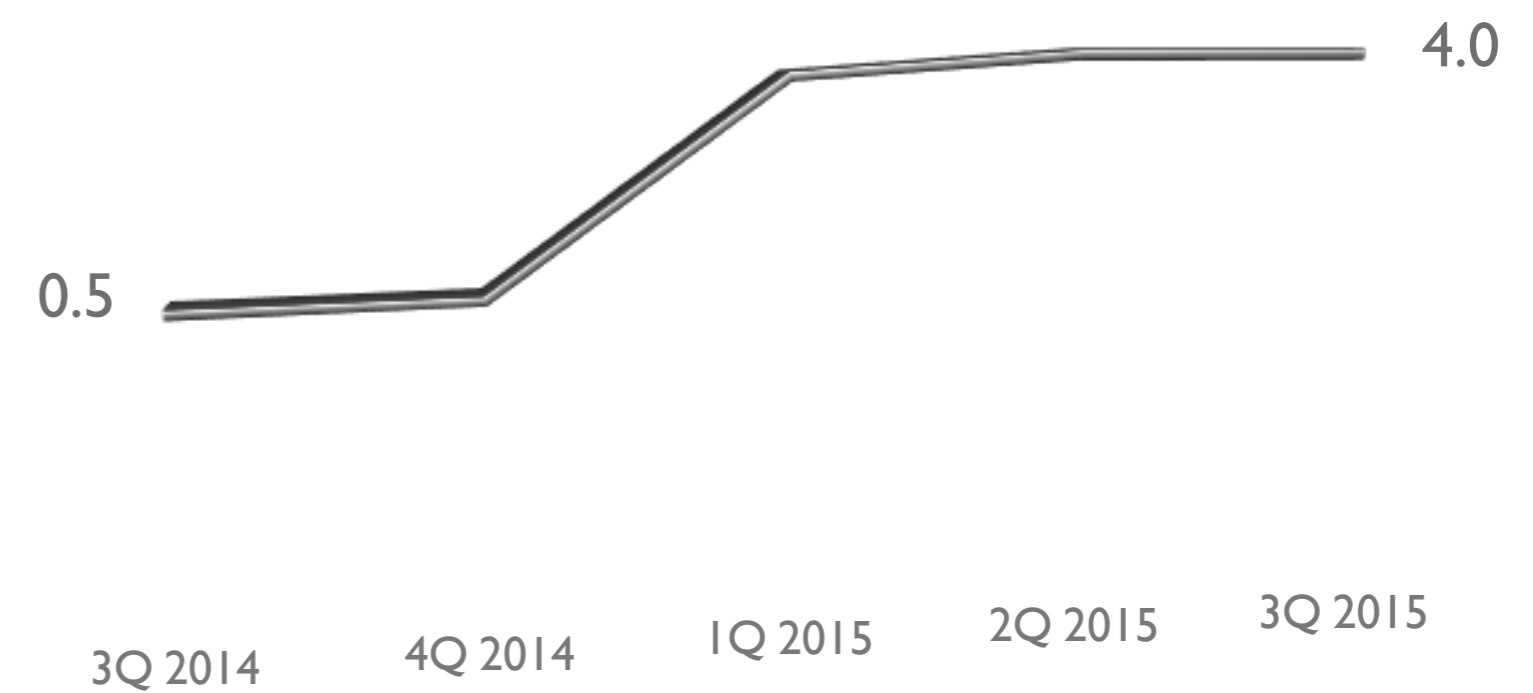
⁽²⁾ Investments do not include wind acquisition in France (63.4MW) from Macquarie European Infrastructure Fund for ca. €70mn.

TOTALERG: KEY FIGURES⁽¹⁾

Industry Retail Fuels Volumes (M tons)



EMC Margin (\$/bbl)



9M 2015	9M 2014	Euro millions	3Q 2015	3Q 2014
114	58	Adjusted RC EBITDA	61	34
92	70	- Marketing	44	30
22	(12)	- Refining & Logistics	17	4
(63)	(64)	Adjusted Depreciation	(22)	(22)
51	(6)	Adjusted RC EBIT	39	12
21	(17)	Adjusted Net Profit	24	0
39	43	Investments	14	13
355	340	NFP	355	340
10.5%	10.6%	TOTALERG retail market share	10.3%	10.6%

⁽¹⁾ Figures refer to 100% of TOTALERG

KEY FINANCIALS

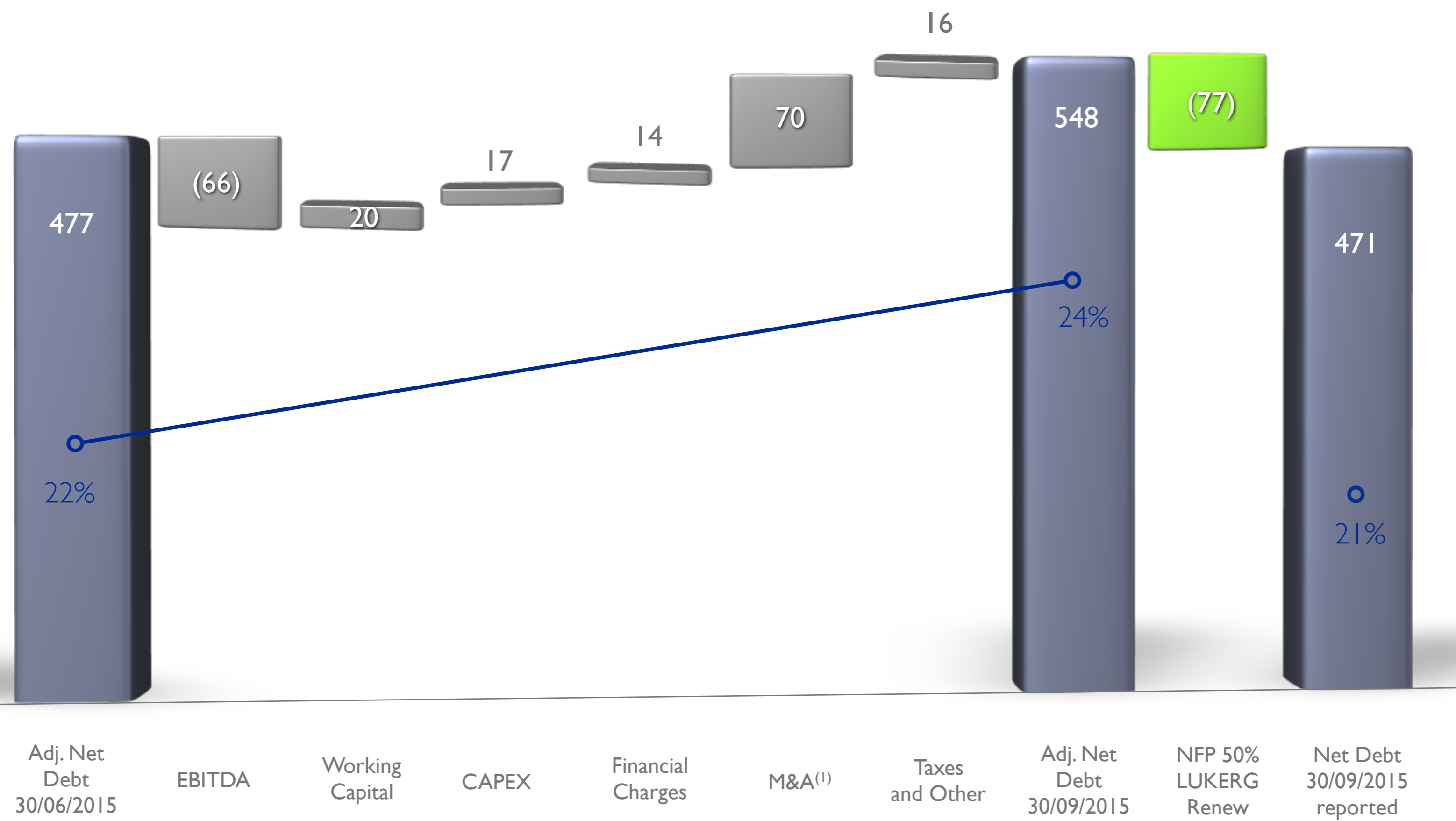


PRO-FORMA REPLACEMENT COST P&L

9M 2015	9M 2014 pro-forma	Euro millions	3Q 2015	3Q 2014 pro-forma
264	263	RC Adjusted EBITDA	66	80
(123)	(121)	<i>Amortization and depreciation</i>	(41)	(40)
141	142	RC Adjusted EBIT	25	40
(45)	(43)	<i>Net financial income (expenses)</i>	(14)	(17)
11	(8)	<i>Net income (loss) from equity investments</i>	13	0
107	91	RC Results before taxes	23	23
(29)	(34)	<i>Income taxes</i>	(5)	(9)
79	57	RC Results for the period	19	14
(3)	(3)	<i>Minority interests</i>	0	(0)
76	54	RC Net profit	19	14

Note: figures based on NO GAAP measures

3Q 2015 ADJUSTED CASH FLOW STATEMENT



○—○ Leverage

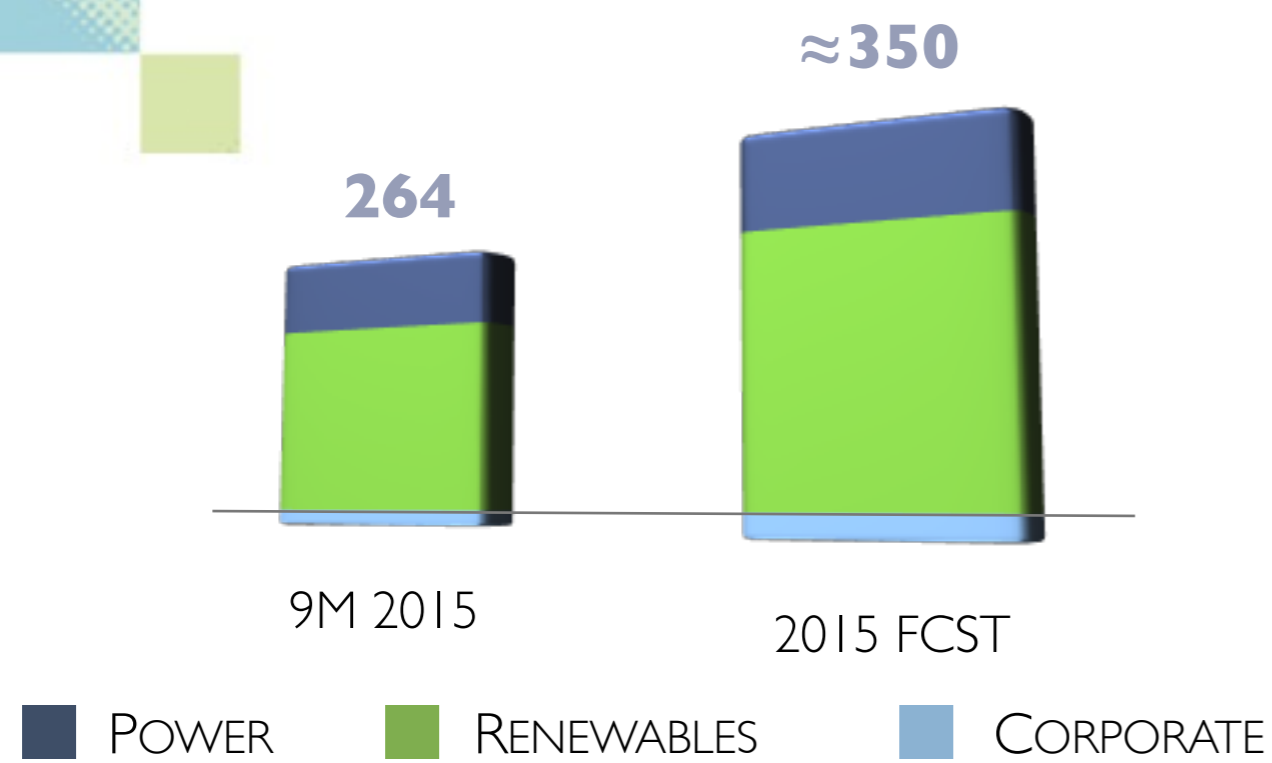
⁽¹⁾ Wind acquisition in France (63.4MW) from Macquarie European Infrastructure Fund

2015 GUIDANCE AND CONCLUSIONS

LUCA BETTONTE

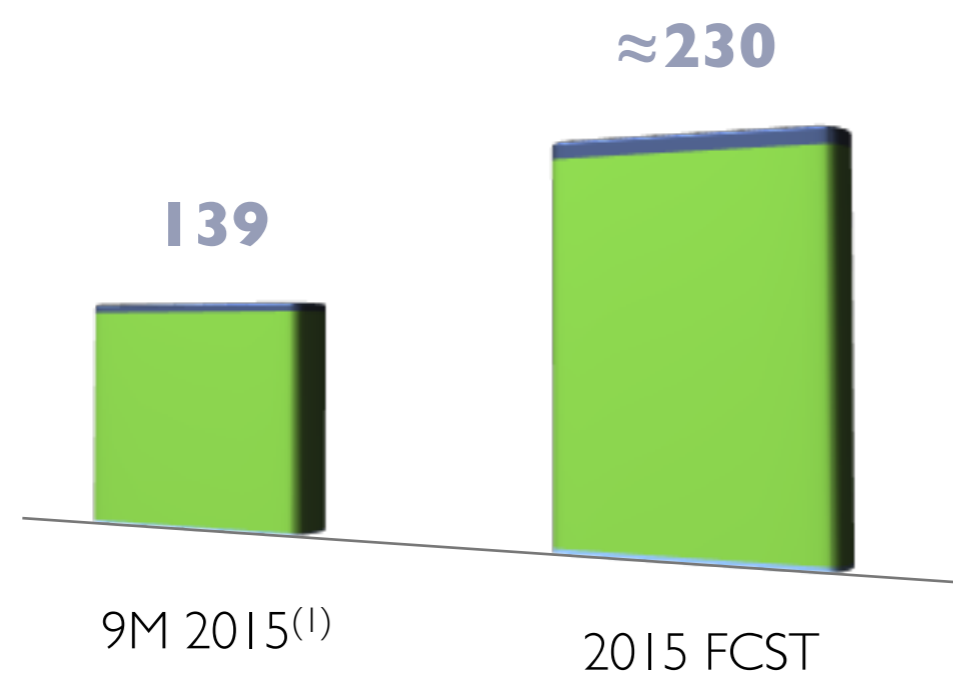
CEO

2015 GUIDANCE AND CONCLUSIONS



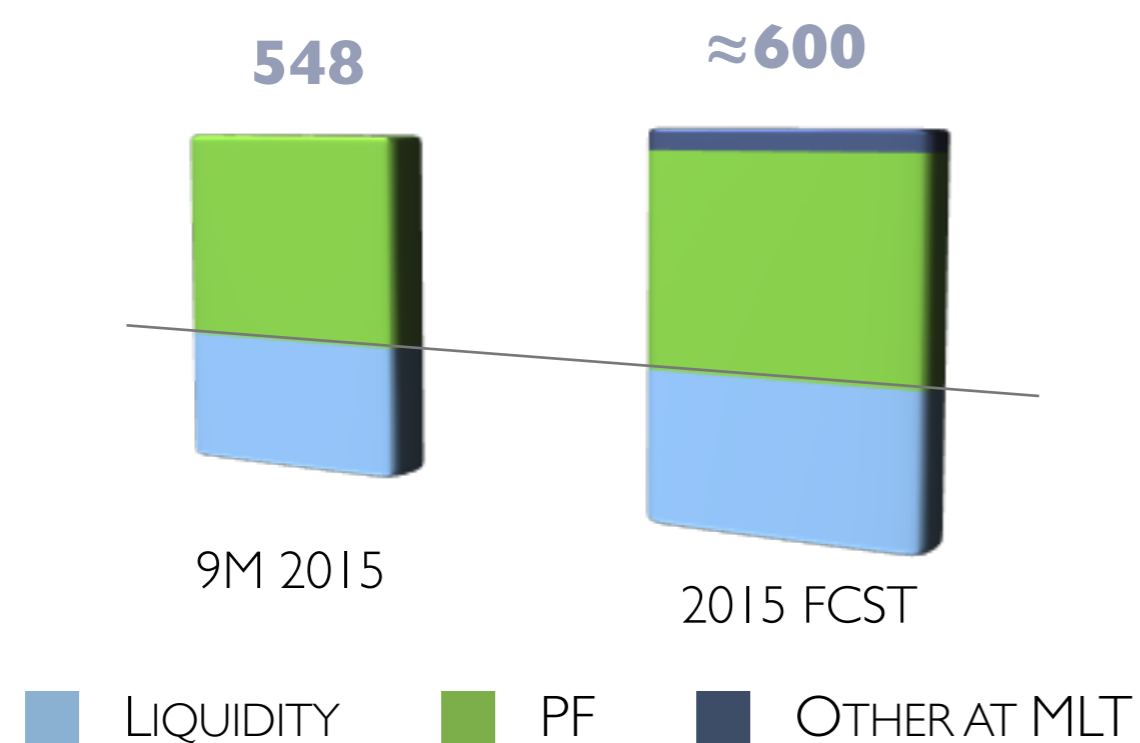
EBITDA:

✓ Guidance confirmed at €350mn



CAPEX:

✓ Guidance confirmed at €230mn on a like-for-like basis



NFP:

Guidance confirmed at €600mn on a like-for-like basis, which does not yet include acquisition of:

✓ Hydro assets (EV of ca. €950mn)

✓ French and German wind assets (EV of €297mn)

Business Plan to be presented on December 16, 2015

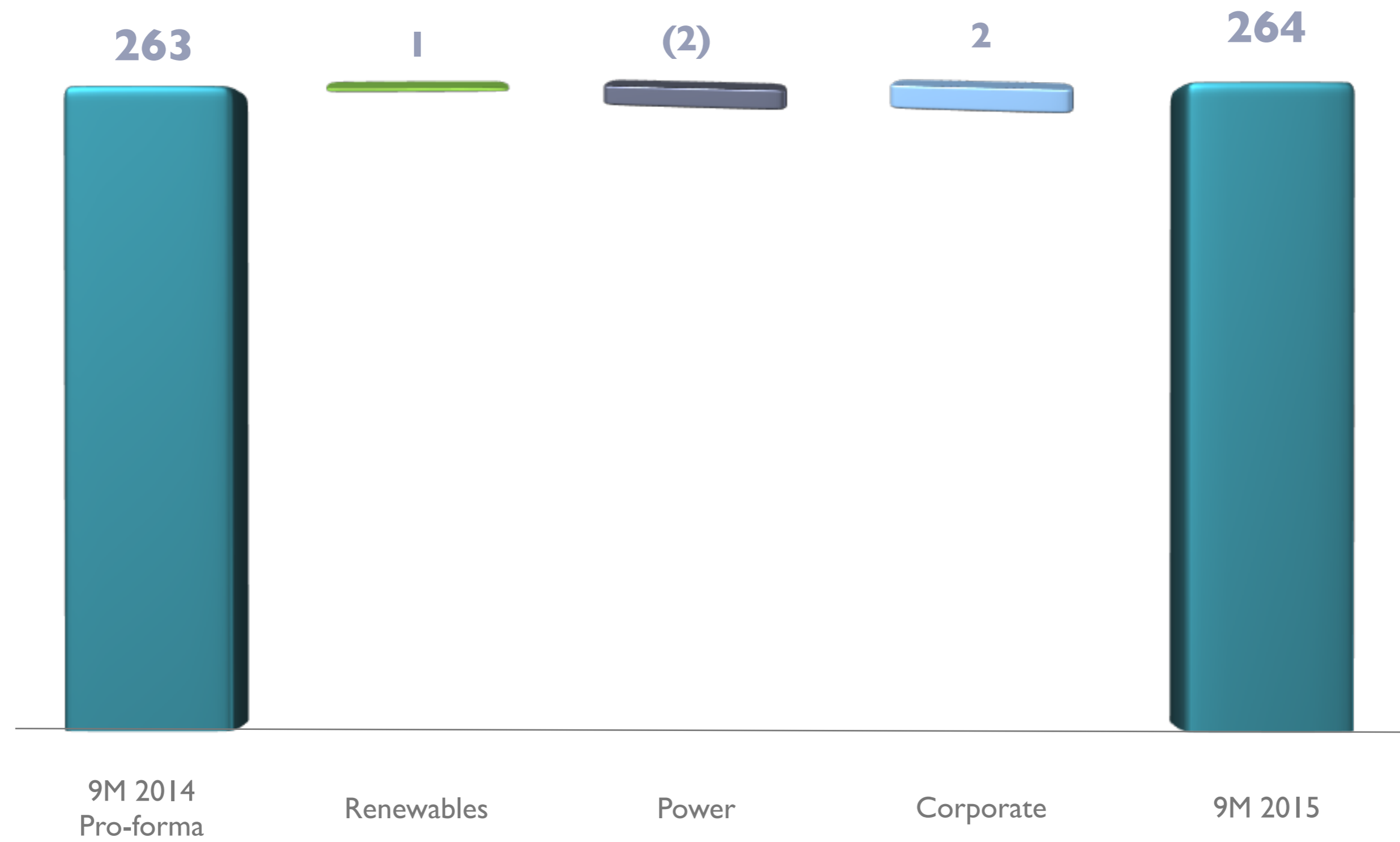
⁽¹⁾ 9M 2015 CAPEX includes ca. €70mn related to wind acquisition in France (63.4MW) from Macquarie European Infrastructure Fund



APPENDIX

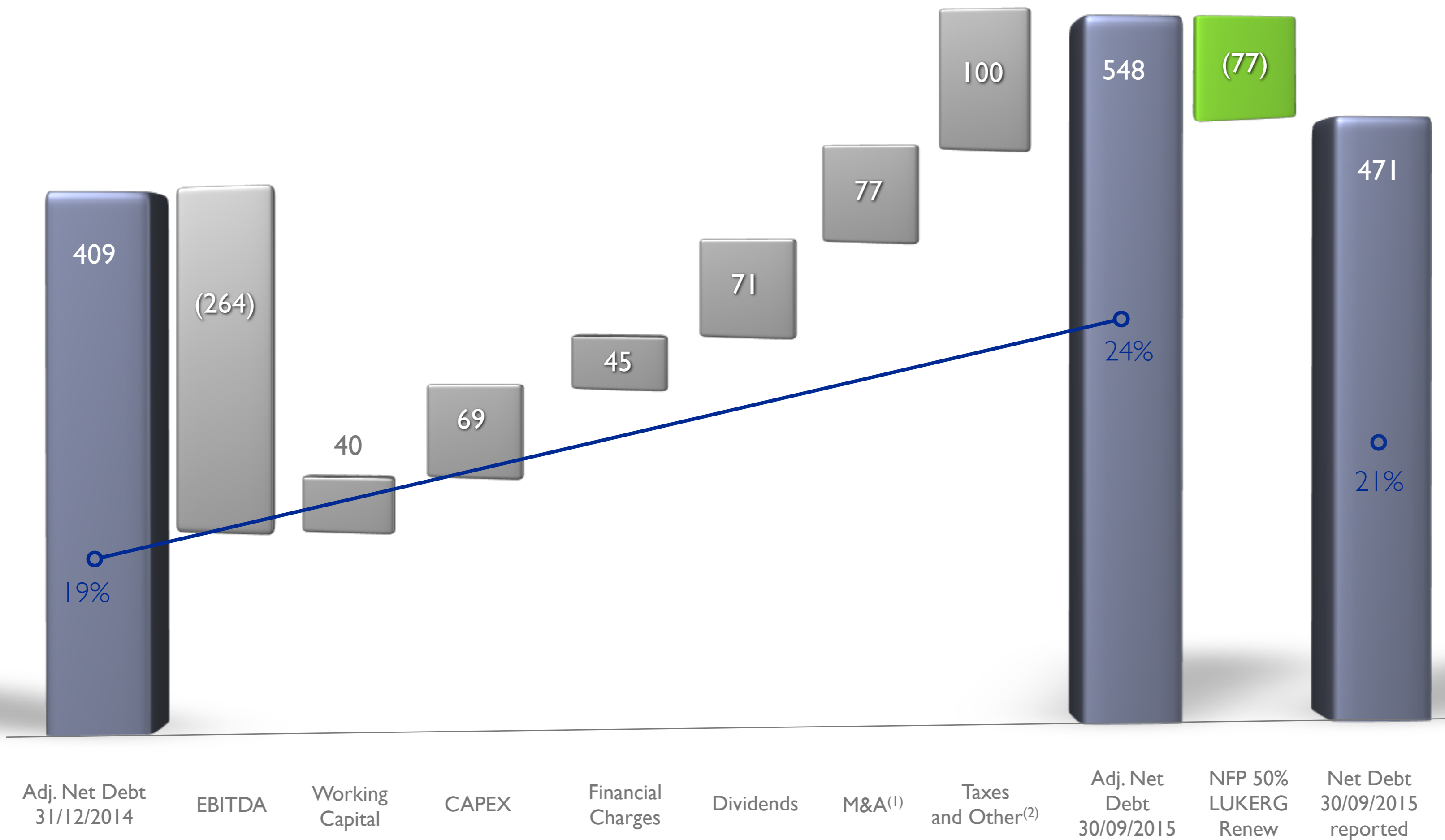


9M 2015 GROUP EBITDA



Growth mainly driven by Renewables

9M 2015 ADJUSTED CASH FLOW STATEMENT



⁽¹⁾ Equity consideration for two wind projects in Poland currently under construction (ca. €7mn), plus acquisition of wind farms in France (63.4MW) from Macquarie European Infrastructure Fund for ca. €70mn

⁽²⁾ It includes ca. €100mn of taxes mainly related to ISAB Energy disposal, which took place on June 30, 2014

9M AND 3Q 2015 RESULTS

	9M 2015	9M 2014 Pro-forma	Euro millions	3Q 2015	3Q 2014 Pro-forma	
	713	788	Adjusted Revenues	216	258	
	264	263	RC EBITDA Adjusted	66	80	
↑	202	201	- Renewables	45	52	↓
↓	78	80	- Power	27	33	↓
↑	(16)	(19)	- Corporate	(6)	(5)	↓

RENEWABLES: KEY FIGURES (1/2)

9M 2015	9M 2014		3Q 2015	3Q 2014
1,446	1,341	Installed capacity (end-period, MW)	1,446	1,341
		<i>of which:</i>		
1,087	1,087	- Italy	1,087	1,087
86	86	- Germany	86	86
128	64	- France	128	64
27	27	- Bulgaria ⁽¹⁾	27	27
77	77	- Romania ⁽¹⁾	77	77
42	n.a.	- Poland ⁽²⁾	42	n.a.
2,011	1,948	Electricity Production (GWh)	528	542
		<i>of which:</i>		
1,542	1,570	- Italy	361	443
111	102	- Germany	29	25
128	90	- France	57	18
58	45	- Bulgaria ⁽¹⁾	14	14
146	141	- Romania ⁽¹⁾	42	43
26	n.a.	- Poland ⁽²⁾	25	n.a.

⁽¹⁾ ERG 's stake = 50%

⁽²⁾ Production in Poland started in July 2015

RENEWABLES: KEY FIGURES (2/2)

9M 2015	9M 2014	Euro millions	3Q 2015	3Q 2014
RC EBITDA:				
174	178	Italy	36	47
8	8	Germany	2	1
8	6	France	3	1
11	10	LUKERG ⁽¹⁾	3	3
		<i>of which:</i>		
4	3	- Bulgaria ⁽¹⁾	1	1
7	7	- Romania ⁽¹⁾	1	2
1	n.a.	Poland ⁽²⁾	1	n.a.
202	201	Total RC EBITDA	45	52
(99)	(97)	Depreciation	(33)	(32)
103	104	RC EBIT	12	19

⁽¹⁾ ERG 's stake = 50%

⁽²⁾ Production in Poland started in July 2015

ERG POWER: KEY FIGURES

9M 2015	9M 2014	Euro millions	3Q 2015	3Q 2014
1,935	1,921	Electricity Production (GWh)	724	736
78	80	RC EBITDA	27	33
(22)	(22)	Depreciation	(7)	(7)
56	59	RC EBIT	19	26

INVESTMENTS

9M 2015 ⁽²⁾	9M 2014 Pro-forma	Euro millions	3Q 2015 ⁽²⁾	3Q 2014 Pro-forma
62	29	Renewables ⁽¹⁾	15	16
5	9	Power	2	3
1	2	Corporate	0	1
69	40	Adjusted Total	17	21

⁽¹⁾ Renewables adjusted for LUKERG Renew (50%).

⁽²⁾ Investments do not include wind acquisition in France (63.4MW) from Macquarie European Infrastructure Fund for ca. €70mn.