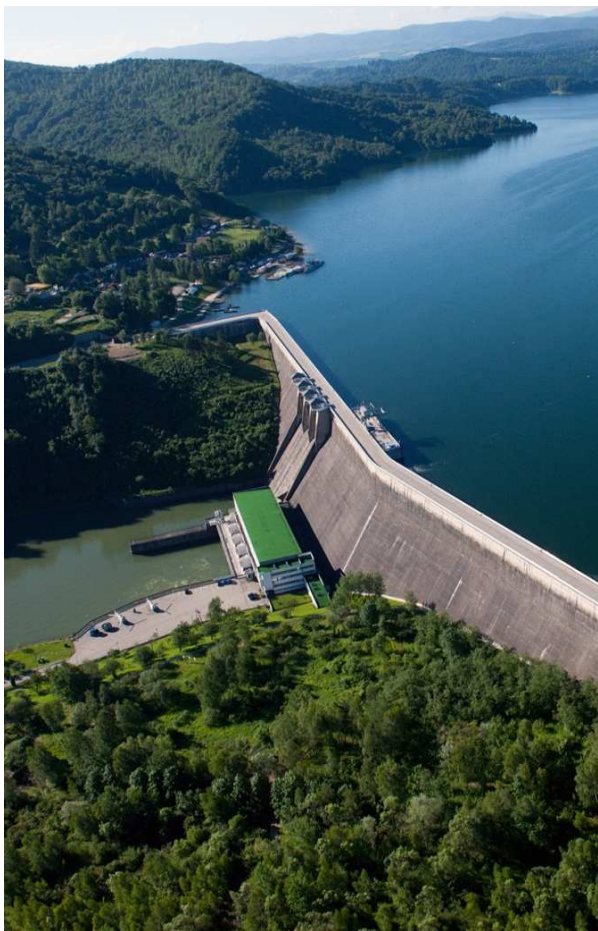


## Q1 2015 Financial and Operating Results

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May 7, 2015



# Q1 2015 Financial and Operating Results

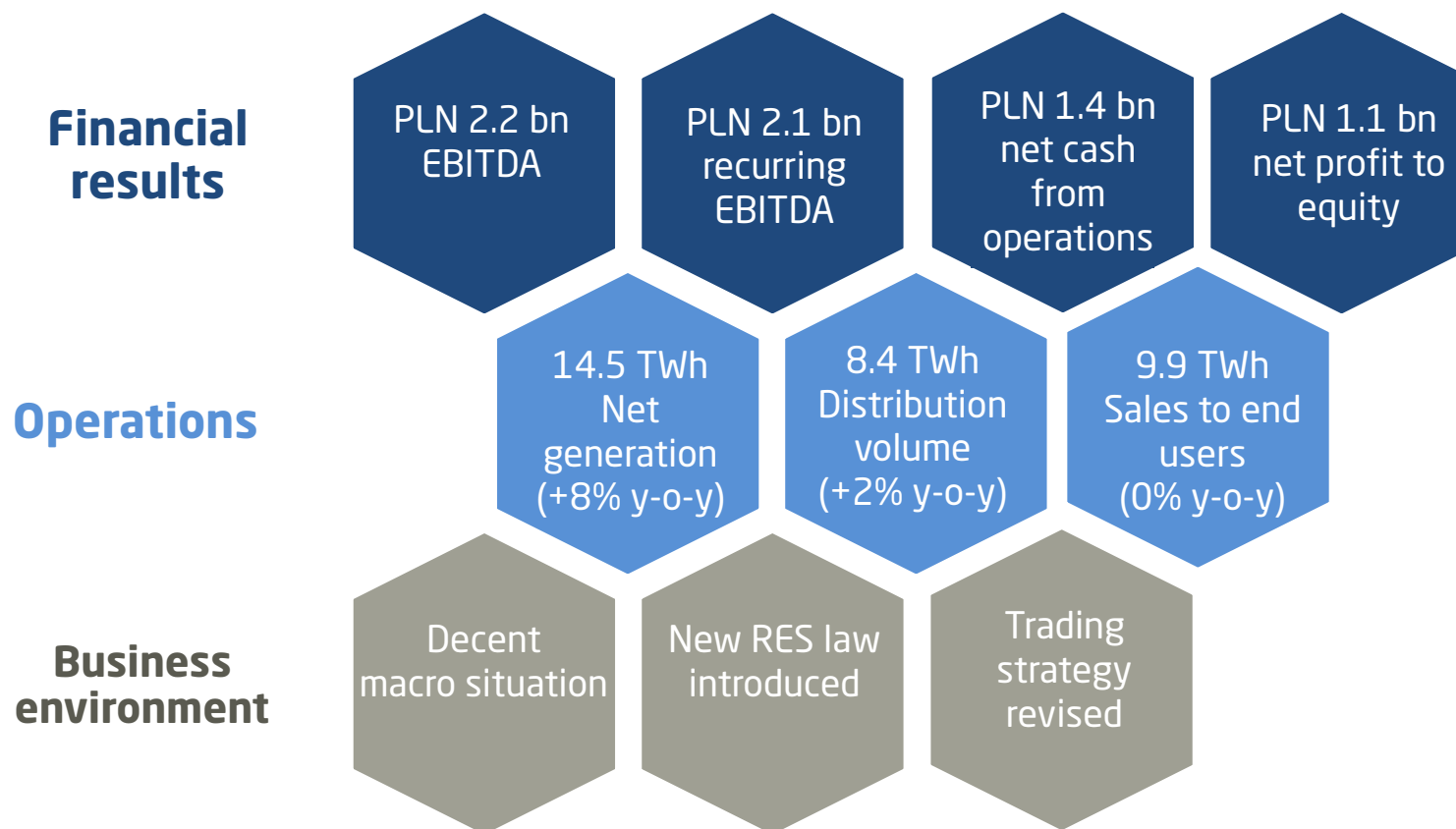


## Key takeaways



Marek Woszczyk  
- President and CEO

## Highlights of Q1 2015



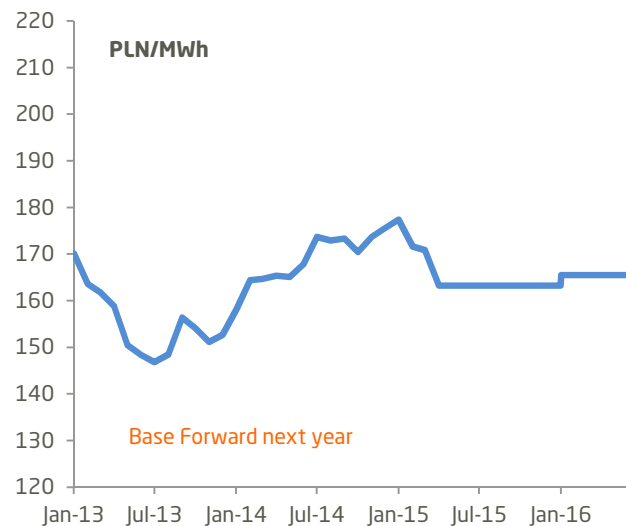
# Mixed macroeconomic impact

## Macroeconomic environment

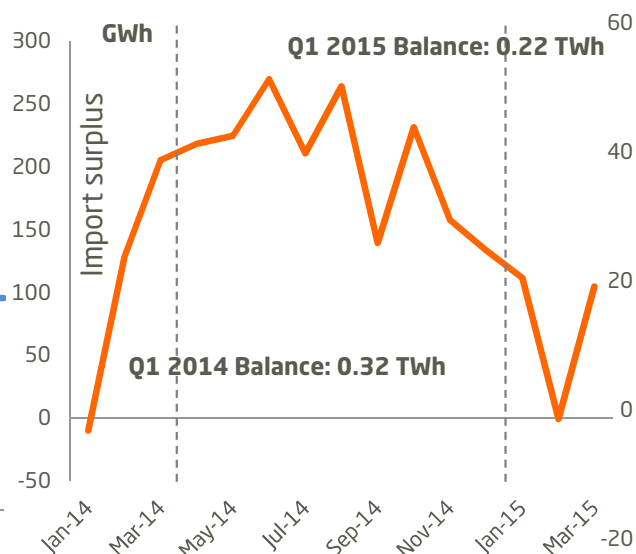
	Q1 2015	Q1 2014
Real GDP growth (y-o-y)	3.4%*	3.4%
Domestic Electricity Consumption growth (y-o-y)	1.3%	-1.4%
Domestic Electricity Consumption	41.76 TWh	41.23 TWh

\* Forecast

### Electricity prices development

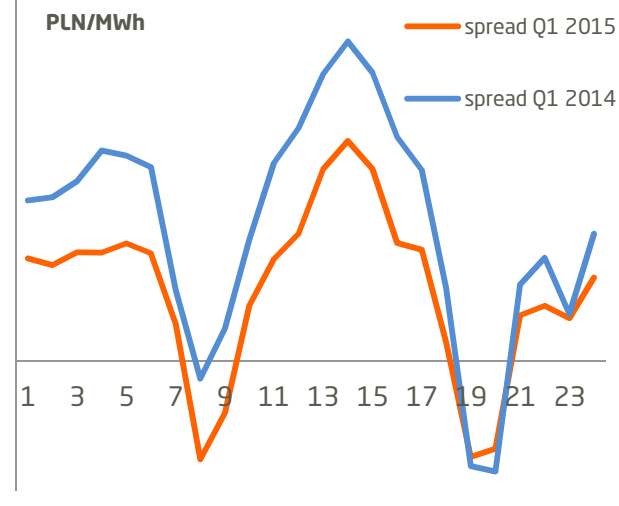


### International balance



Daily PSE data

### Average Price Spread Poland -Germany (hourly)



Hourly TGE and EEX data, arithmetic mean



## PGE flagship projects on track

### Turów (~490 MWe)

- All early stage project's works in progress;
- Basic engineering & other key project's documents almost completed;
- Site ready for start of civil works (excavations, demolition of foundations of old cooling towers).

### Gorzów CHP

- Project in advanced stage – Q1 2015 developments:
  - assembly of the steel structure of the main building;
  - supply of the main equipment (turbines, generators).

### Opole II (2x~900 MWe)

- On schedule – progress of works currently at 11% level;
- Q1 site developments:
  - Turbine hall's foundation (units no. 5&6) completed;
  - Communications' pillars for the boiler no. 5;
  - Cooling tower no. 5 foundation completed;
- Next steps:
  - More major civil works (excavations & foundations) in progress;
  - Coal handling works to be started at the 2nd site.

### Opole II project



### Turów project



## Other investments update for Q1

### Modernization

- Unit no. 11 in Bełchatów commissioned, unit no. 12 in the final stage of modernization, synchronized with NPS\*;
- Tender calls for modernization of units no. 1-3 in Turów power plant.

### Distribution

- 9,200 balancing counters contracted for year 2015;
- Joint tender with other four DSO\*\* allowed savings.

### Renewables

- Projects in line with adopted schedule;
- Karwice
  - foundations built;
  - towers and turbine assembly in progress;
- Lotnisko
  - foundations and power connection building;
- Resko II
  - construction of internal roads and assembly squares, foundation piling;
- Kisielice II
  - construction of internal roads and assembly squares, foundation piling.

Karwice wind farm site



Karwice wind farm



\* NPS – National Power System

\*\* DSO – Distribution System Operator

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# Renewables update

## New law

- Auctioning introduced for new installations, commissioned after new law is effective (Jan, 1, 2016)
- Existing installations may stay in the previous system (max. 15 years after commissioning)
- Contract for Difference for 15 years
- 56 TWh to be auctioned in 2016 (with 4.6 TWh for existing installations)

## Influence

- Existing hydro installations over 5 MW will not be supported
- Not dedicated biomass co-combustion installations will receive only 0.5 certificate for 1 MWh of the power generated (from 2016, according to ERO)
- Option to choose a support system - stay or switch

## National challenge

- Cost effective path of meeting EU policy goals
- Mitigation of end consumer cost
- Ensuring stability of the system
- Geographical handicap
- Biomass potential considered

# Q1 2015 Financial and Operating Results



## Detailed financial and operating results

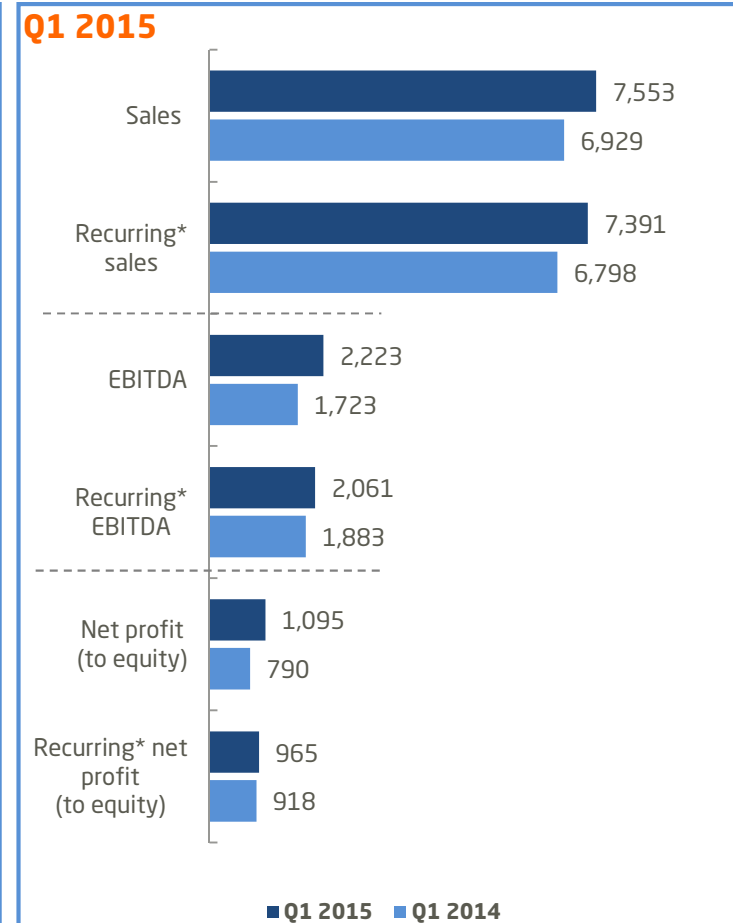


Magdalena Bartoś  
- Managing Director, CFO



## Focusing on the key financial results

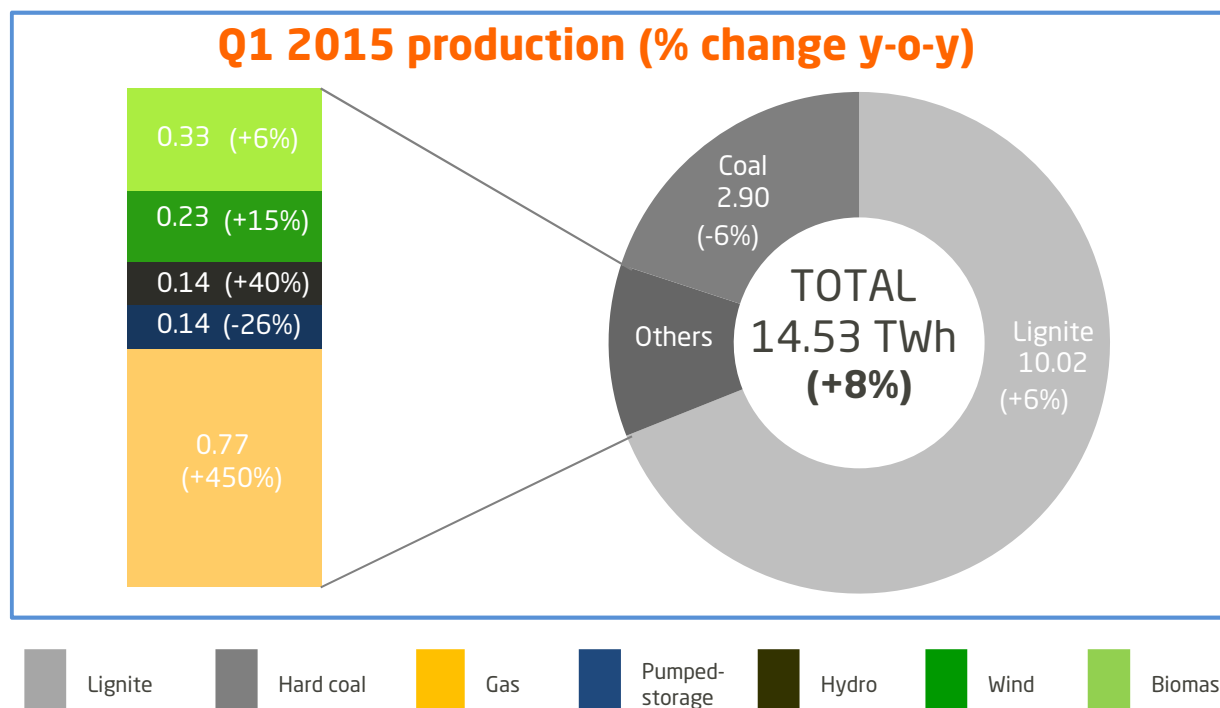
PLNm	Q1 2015	Q1 2014	diff. y-o-y %
Sales revenues	7,553	6,929	9%
EBITDA	2,223	1,723	29%
Recurring* EBITDA	2,061	1,883	9%
Net profit to equity	1,095	790	39%
Earning per share (PLN)	0.59	0.42	39%
Net cash from operating activities	1,361	889	53%
CAPEX	1,393	1,001	39%
Net debt (end of period)	266	(898)**	
<b>Credit ratings</b>	Rating	Outlook	
Fitch	BBB+	Stable	
Moody's	Baa1	Stable	



\*Recurring = excluding significant one-off items (for details please see page 18)

\*\* As at December 31, 2014

## Generation higher due to light overhaul schedule and cogeneration support



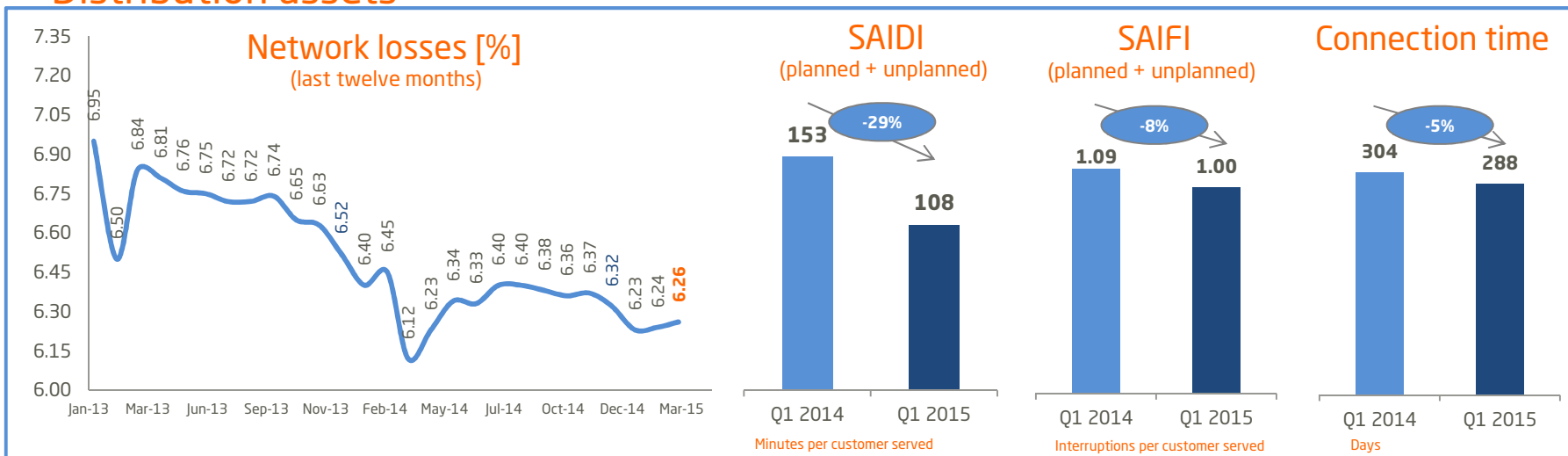
- Production from lignite increased mainly due to light overhaul schedule in Bełchatów (modernizations of unit 9 and 11 last year).
- Hard coal output declined due to the outage of unit 4 in Opole and following lower demand from TSO.
- Reinstated support for cogeneration fuelled growth at gas-fired CHPs in Lublin and Rzeszów. Additionally, the y-o-y improvement was also driven by the new unit commissioned in Rzeszów in November 2014.
- Favorable hydro conditions allowed for higher volumes at hydro plants, whereas the new 28 MW commissioned in Wojciechowo farm in March 2014 supported the wind generation.
- The utilization of pumped-storage was contracted upon the TSO decisions.

# Focusing on performance indicators

## Generation assets

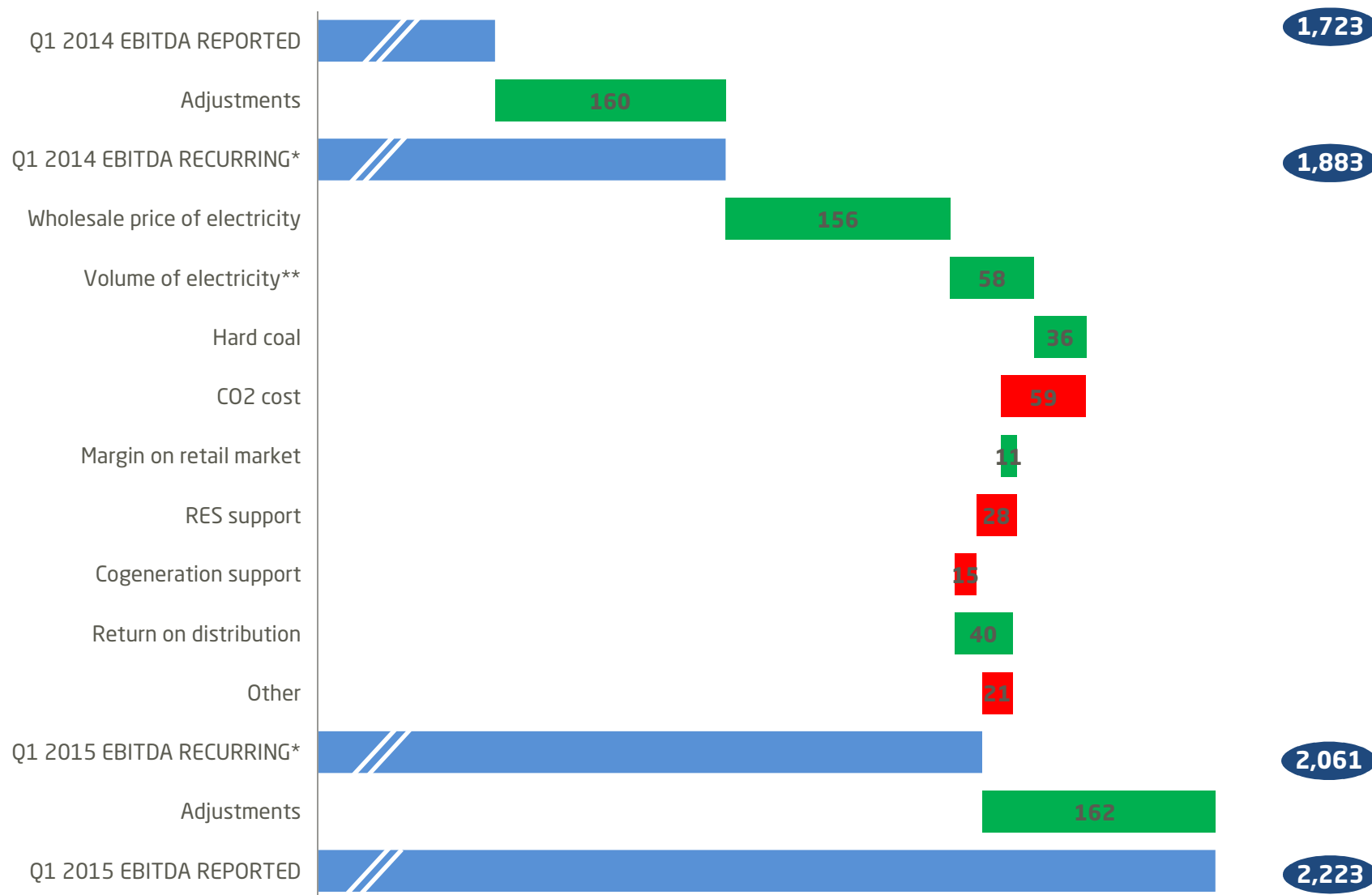
	Lignite	Hard coal	CHPs	Wind assets
Availability Q1 2015	89.4%	92.4%	94.4%	98.8%
Availability Q1 2014	84.8%	83.8%	94.3%	97.4%
Load factor Q1 2015	84.7%	66.7%	72.5%	34.4%
Load factor Q1 2014	83.4%	69.0%	81.1%	32.6%

## Distribution assets

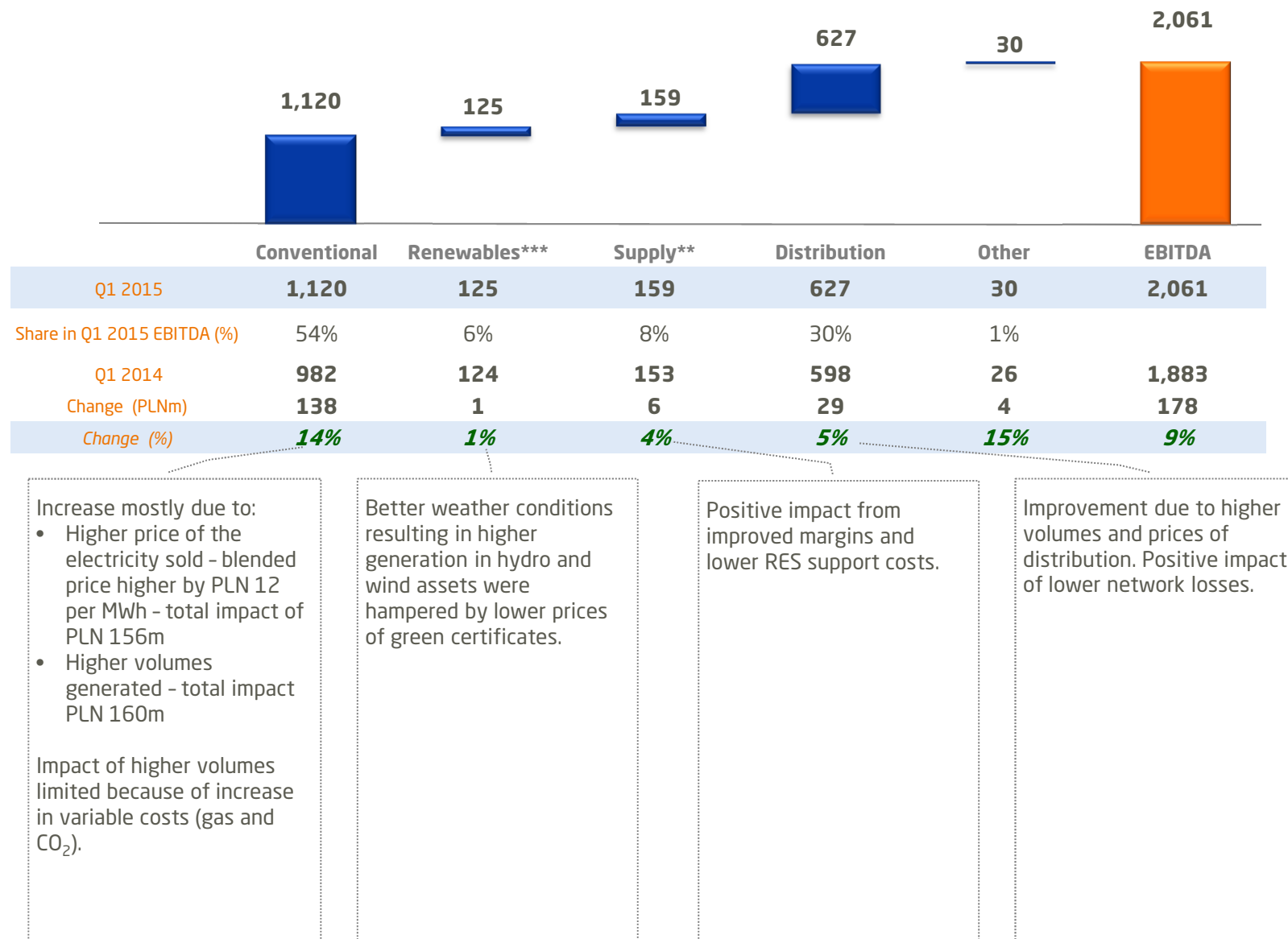


## Development of EBITDA by major value drivers

PLN m

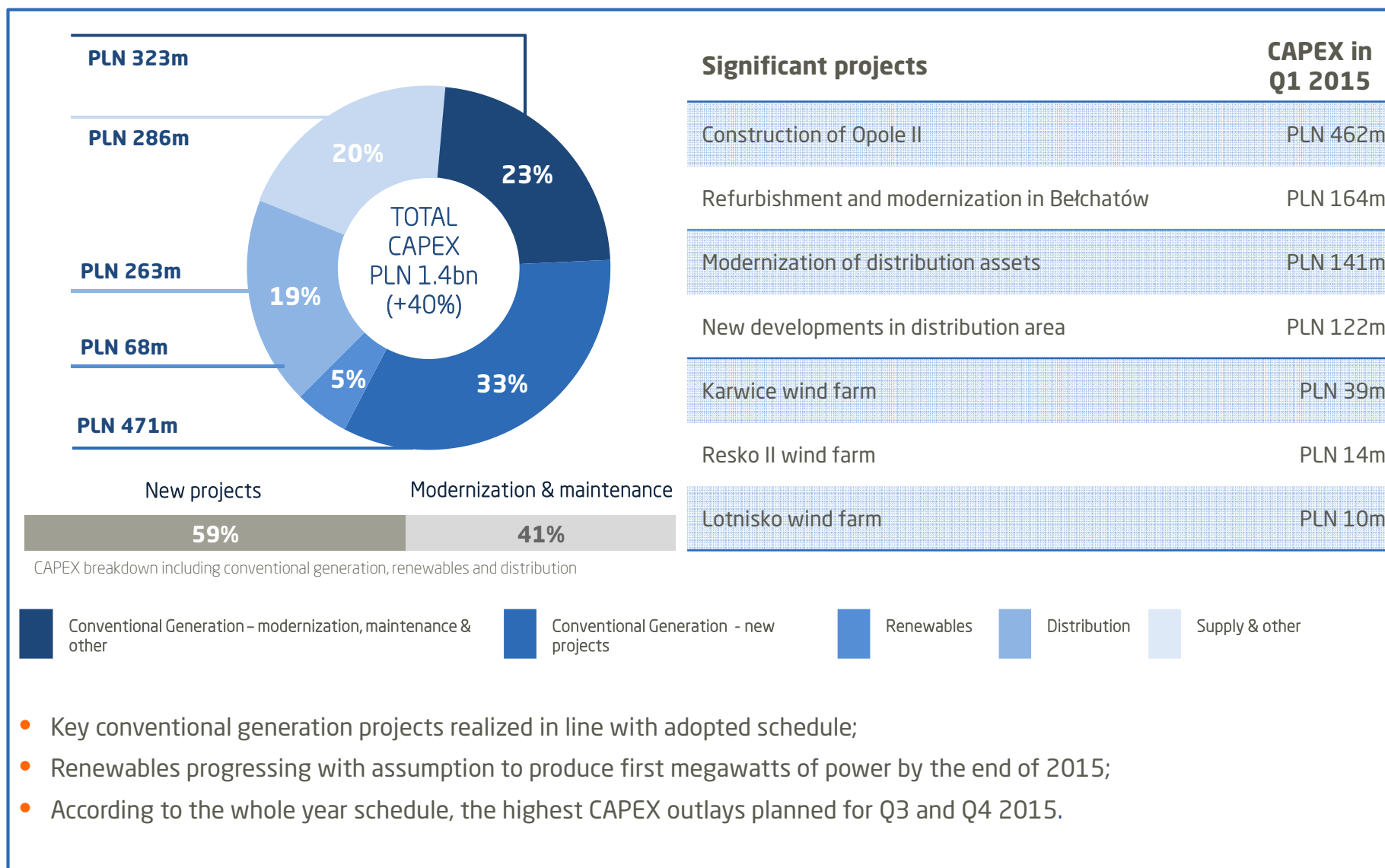


## Recurring\* Q1 2015 EBITDA - composition and development





## Capital expenditures in Q1 2015



## Division EBITDA & CAPEX outlook for 2015

2015 outlook  
vs 2014

Main drivers

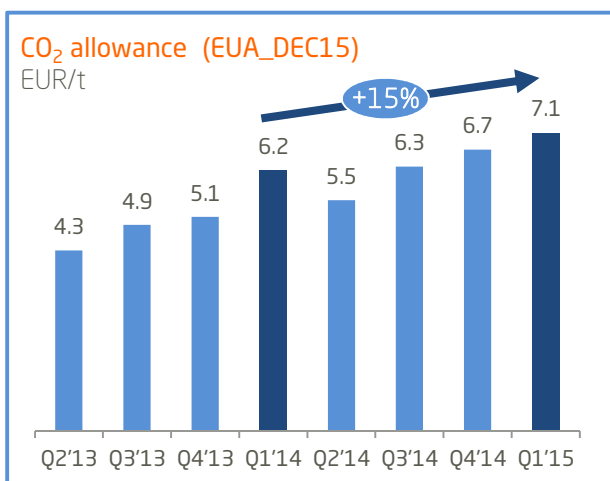
Conventional Generation	Recurring higher	<ul style="list-style-type: none"> <li>+ Wholesale blended price to increase by approx. 8-10 PLN/MWh</li> <li>+ Volumes on lignite and hard coal stable with no major decommissions and comparable modernization times</li> <li>+ Higher volumes from gas CHPs will be offset with higher cost of fuel</li> <li>+ Efficiency programs to be continued</li> <li>+ <b>Mid single digit % lower blended hard coal price</b></li> <li>+ Full year „ordinary“ LTC revenues in the range of PLN 500m</li> <li>+ Outlook for carbon allowances emissions clear</li> <li>+ <b>Negative impact from lack of biomass co-firing support starting from 2016 (instead of 2015)</b></li> <li>- <b>Approx. 4m tonnes higher shortage of carbon allowances</b></li> </ul>
Renewables	Flat	<ul style="list-style-type: none"> <li>+ No significant capacity changes y-o-y to result in flat generation from hydro and wind, depending on weather conditions</li> <li>+ Wind pipeline to be commissioned by 2015YE and to impact results from 2016 onwards</li> <li>- <b>Some negative impact due to lower prices of green certificates</b></li> </ul>
Supply	Higher	<ul style="list-style-type: none"> <li>+ Focus on improving average margin</li> <li>+ <b>Some positive impact due to lower prices of green certificates</b></li> </ul>
Distribution	Flat	<ul style="list-style-type: none"> <li>+ RAB valued at PLN 14.6bn for 2015 tariff</li> <li>+ WACC for 2015 set on 7.2% (pre-tax)</li> <li>+ Efficiency programs to be continued</li> <li>- Cut on return by 5% to have a negative impact on distribution EBITDA in the range of 2%</li> </ul>
CAPEX	Higher	<ul style="list-style-type: none"> <li>• Opole project according to plan and will start more heavy cash spending</li> <li>• Gorzów project on-going</li> <li>• Aside from advance payment for Turów unit from Jan 2015 CAPEX in the range of PLN 200m</li> <li>• Higher CAPEX in distribution impacting future return on assets</li> <li>• Higher CAPEX in RES with 218 MW in pipeline</li> </ul>

## Q1 2015 Financial and Operating Results

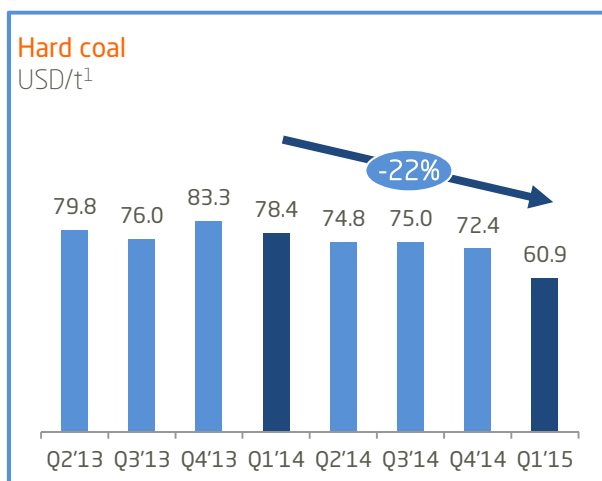


Additional information

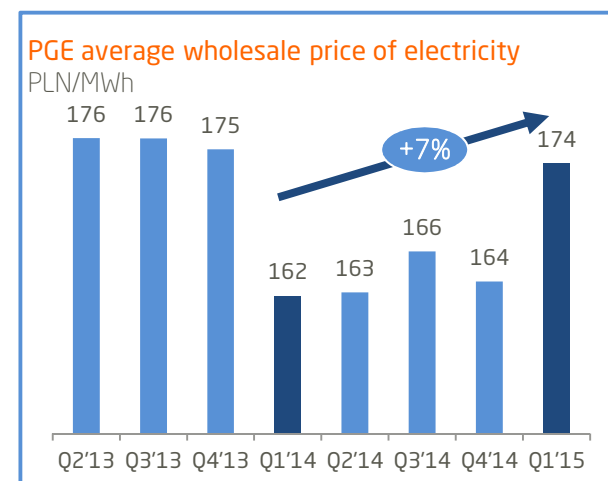
# Fluctuations that leave an imprint



Source: Bloomberg

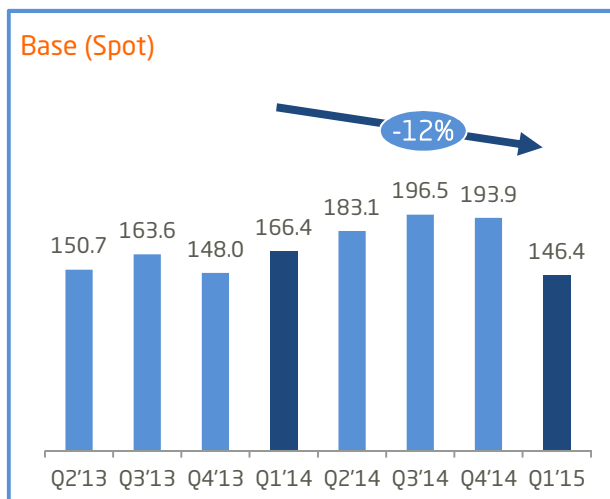


Source: Bloomberg

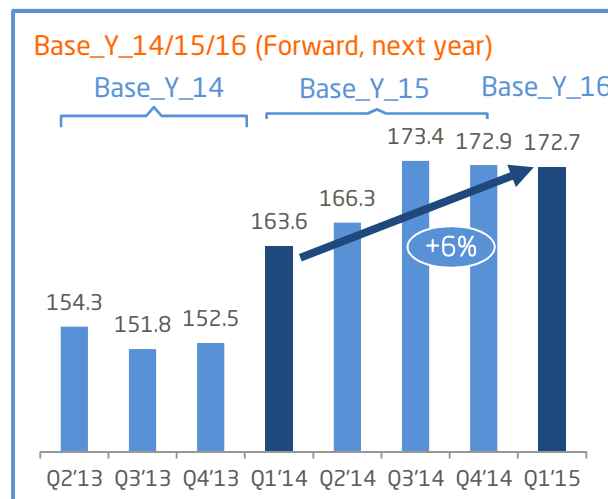
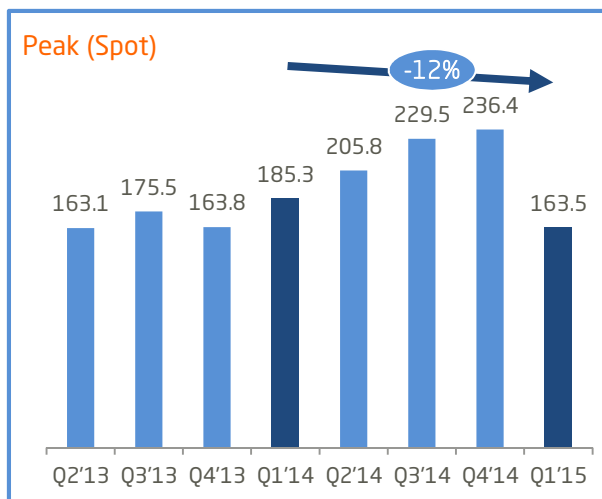


Source: PGE

**Average quarterly TGE Electricity Prices 2013-2015**  
PLN/MWh



Source: TGE



<sup>1</sup> DES ARA current month

# Key Financials

Selected consolidated financial data, IFRS

	Q1 2015 PLN m	Q1 2014 Restated PLN m	Q1'15 vs. Q1'14
Sales	7,553	6,929	9%
including LTC compensations	162	131	24%
Recurring Sales	7,391	6,798	9%
EBITDA	2,223	1,723	29%
Recurring* EBITDA	2,061	1,883	9%
EBIT	1,416	978	45%
Recurring EBIT	1,254	1,138	10%
Net profit (to equity)	1,095	790	39%
Recurring net profit (to equity)	965	918	5%
CAPEX (incl. adj.)	1,393	1,001	39%
Net cash from operating activities	1,361	889	53%
Net cash from investing activities	-2,519	-1,876	34%
EBITDA margin	29%	25%	4 pp
Recurring EBITDA margin	28%	28%	0 pp

	Q1 2015 PLN m	Q4 2014 PLN m	Q1'15 vs. Q4'14
Net Working Capital	7,107	6,753	5%
Net Debt/LTM EBITDA	0.03x	-0.11x	n.a.

## Guide to one off adjustments:

### Computation of recurring EBITDA

key one-off items	Q1 2015	Q1 2014
LTC compensations	-162	-131
CO2 free allowances	0	136
Voluntary Leave Program	0	155
Total adjustment at EBITDA level	-162	160

### Computation of recurring net profit to equity

key one-off items	Q1 2015	Q1 2014
LTC compensations	-130	-105
CO2 free allowances	0	109
Voluntary Leave Program	0	124
Total adjustment at net income level	-130	128

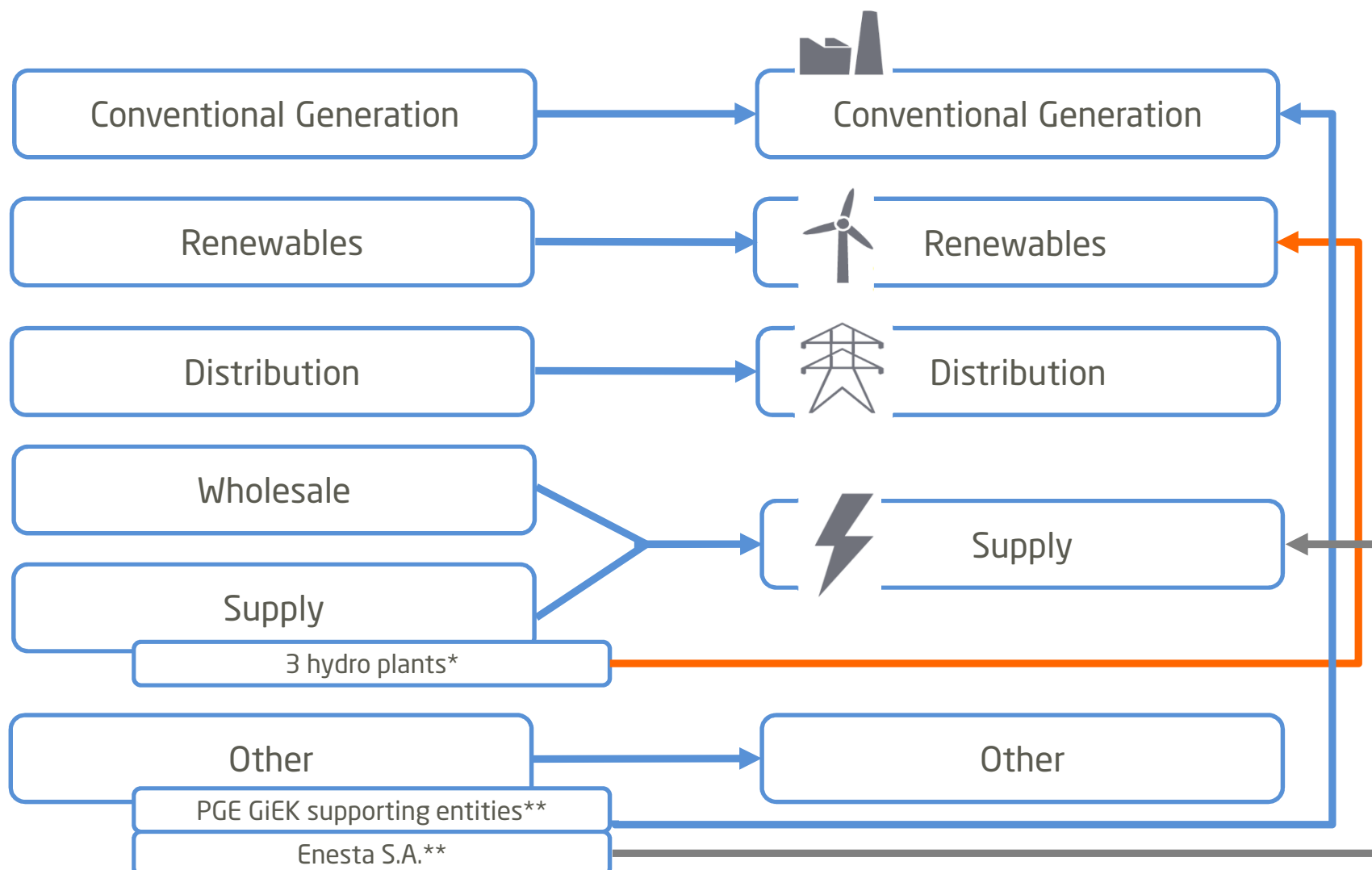


## Key Operating Data

Net electricity generation by sources (TWh)

	Q1 2015	Q1 2014	Q1'15 vs. Q1'14
Lignite-fired power plants	10.13	9.55	6%
Hard coal-fired power plants	2.60	2.82	-8%
Coal-fired CHPs	0.41	0.39	5%
Gas-fired CHPs	0.77	0.14	450%
Biomass-fired CHP	0.11	0.11	0%
Pumped-storage	0.14	0.19	-26%
Hydro	0.14	0.10	40%
Wind	0.23	0.20	15%
<b>TOTAL</b>	14.53	13.50	8%
Renewable generation	0.70	0.61	15%
Incl. biomass co-combustion	0.22	0.20	10%

## Segments rearranged



# Capital expenditures

CAPEX for Q1 2015 (PLN m)

Segment	Q1 2015	Q1 2014	Q1 2015 vs. Q1 2014
Conventional Generation	1,042	693	50%
Distribution	263	176	49%
New clients connection	100	88	14%
Distribution grid	114	54	111%
Renewables	68	119	-43%
Modernization and replacement	2	0	-
Supply and Others	37	32	16%
<b>TOTAL</b>	1,410	1,020	38%
<b>TOTAL (incl. adjustments)</b>	1,393	1,001	39%

## Detailed segmental revenues and costs

Conventional Generation (PLN m)

	Q1 2015	Q1 2014	Q1 2015 vs. Q1 2014
Sales, including	3,517	3,054	15%
Sale of electricity	2,823	2,394	18%
LTC compensations	162	131	24%
Sale of heat	265	250	6%
Sale of certificates of origin	144	161	-10%
Cost by kind, including	2,694	2,583	4%
D&A	472	424	11%
Materials	861	660	30%
Energy	9	12	-26%
External services	266	305	-13%
Taxes and charges	368	456	-19%
Personnel expenses	692	689	0%
Other cost	25	36	-31%
Cost of products sold	2,130	2,169	-2%
Cost of goods sold	2,448	2,479	-1%
EBIT	810	398	104%
EBITDA	1,282	822	56%

## Detailed segmental revenues and costs

Renewables (PLN m)

	Q1 2015	Q1 2014	Q1 2015 vs. Q1 2014
Sales, including	215	219	-2%
Sale of electricity	98	101	-3%
Sale of certificates of origin	56	61	-9%
Cost by kind, including	148	150	-1%
D&A	55	52	5%
Materials	1	2	-31%
Energy	32	42	-22%
External services	20	16	26%
Taxes and charges	13	13	1%
Personnel expenses	21	22	-3%
Other cost	6	4	35%
Cost of products sold	128	130	-2%
Cost of goods sold	128	130	-2%
EBIT	70	72	-3%
EBITDA	125	124	1%



## Detailed segmental revenues and costs

Distribution (PLN m)

	Q1 2015	Q1 2014	Q1 2015 vs. Q1 2014
Sales, including	1,540	1,485	4%
Revenues from distribution services	1,466	1,406	4%
Other operating revenues	47	50	-6%
Cost by kind, including	1,190	1,165	2%
D&A	260	244	7%
Materials	18	22	-19%
Energy	138	163	-15%
External services	399	377	6%
Taxes and charges	92	89	3%
Personnel expenses	281	267	5%
Other cost	3	4	-15%
Cost of products sold	1,092	1,081	1%
Cost of goods sold	1,093	1,081	1%
EBIT	367	354	4%
EBITDA	627	598	5%

## Detailed segmental revenues and costs

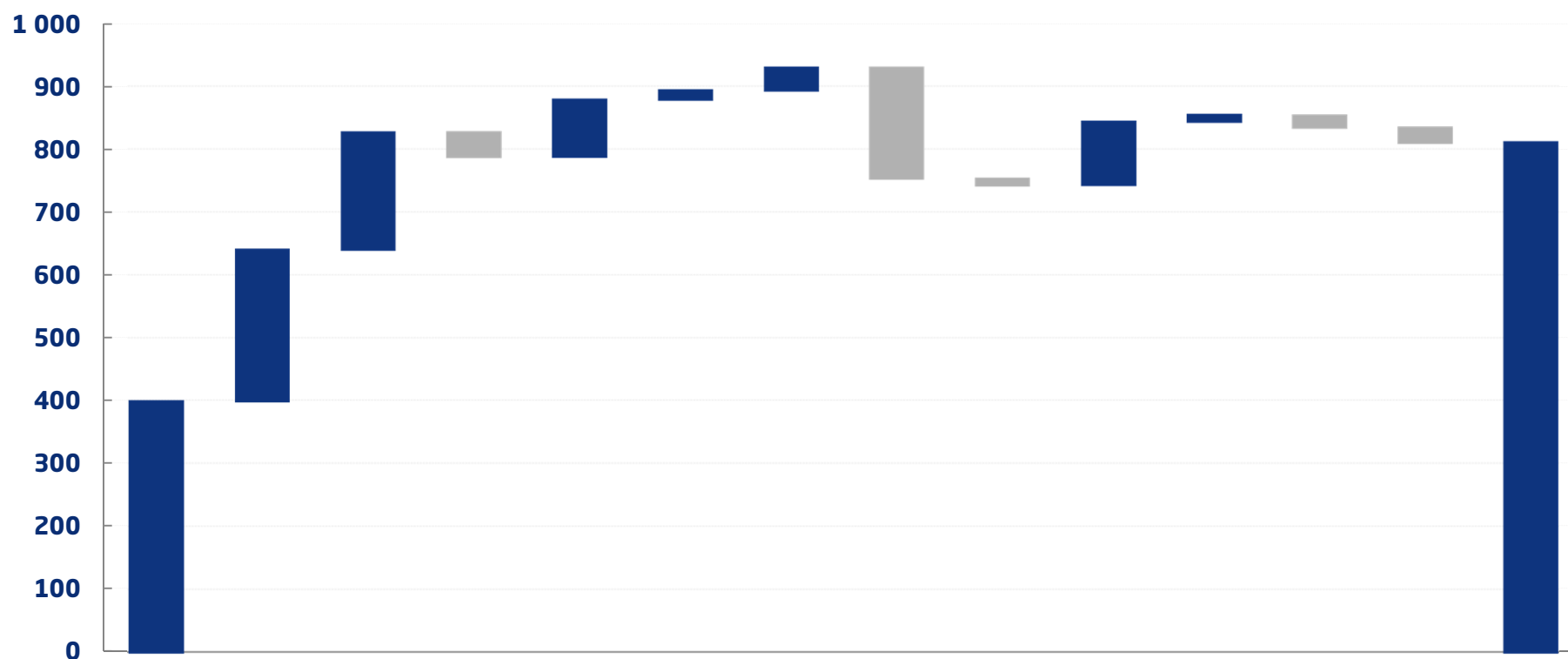
Supply\* (PLN m)

	Q1 2015	Q1 2014	Q1 2015 vs. Q1 2014
Sales, including	3,798	3,584	6%
Sale of electricity	2,440	2,276	7%
Revenues from distribution services	1,050	1,055	0%
Sale of certificates of origin	6	73	-91%
Cost by kind, including	437	387	13%
D&A	6	5	30%
Materials	2	1	27%
Energy	1	1	32%
External services	54	42	27%
Taxes and charges	285	253	13%
Personnel expenses	68	61	13%
Other cost	21	23	-11%
Cost of products sold	20	27	-27%
Cost of goods sold	3,230	3,079	5%
EBIT	153	148	4%
EBITDA	159	153	4%

\*As of Q1'15 Supply and Wholesale will be presented as a one business line – Supply. Previously, Supply and Wholesale were presented as two separate segments.

# Conventional Generation - EBIT Q1 2015

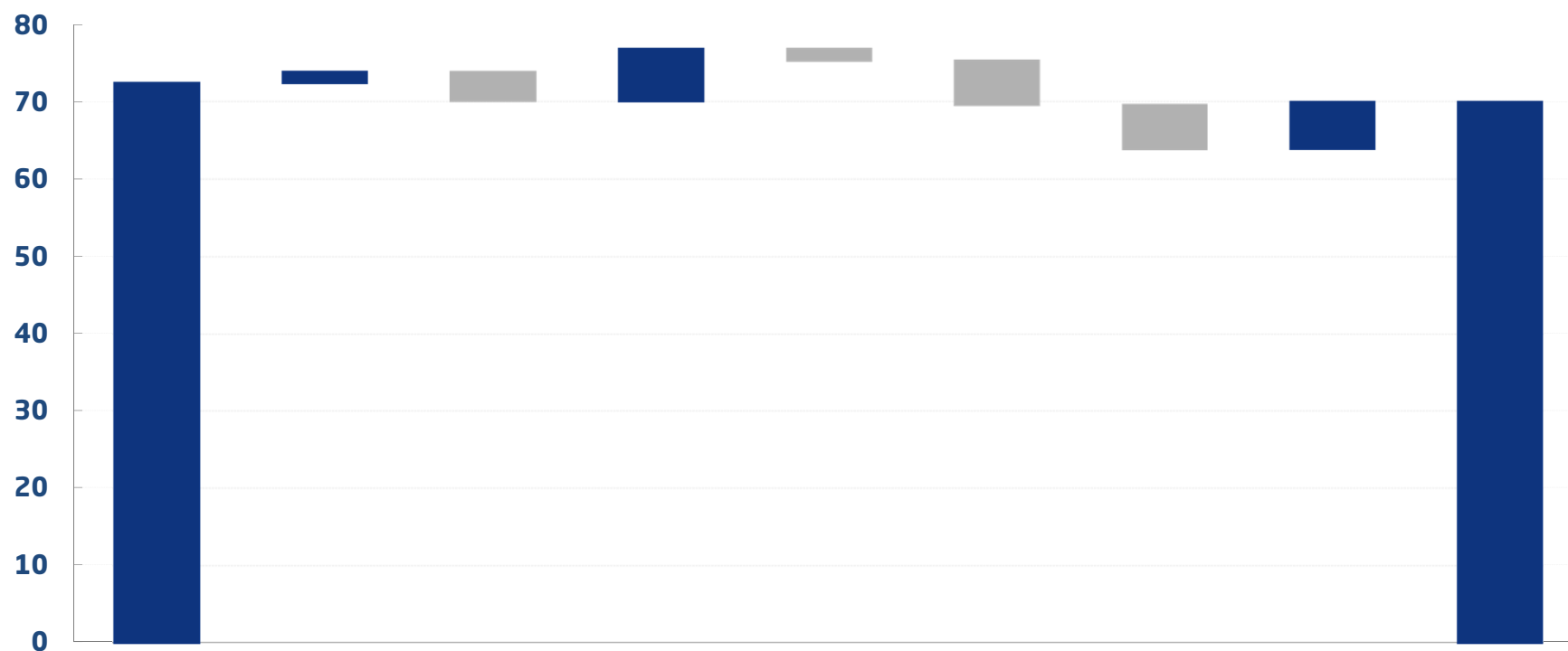
Key Changes in EBIT (PLN m)



\* In Q1 2014 free allowances were not granted and the entire period's emission was included in costs calculation. In Q1'15 free allowances were taken into account.

## Renewables (PLN m) - EBIT Q1 2015

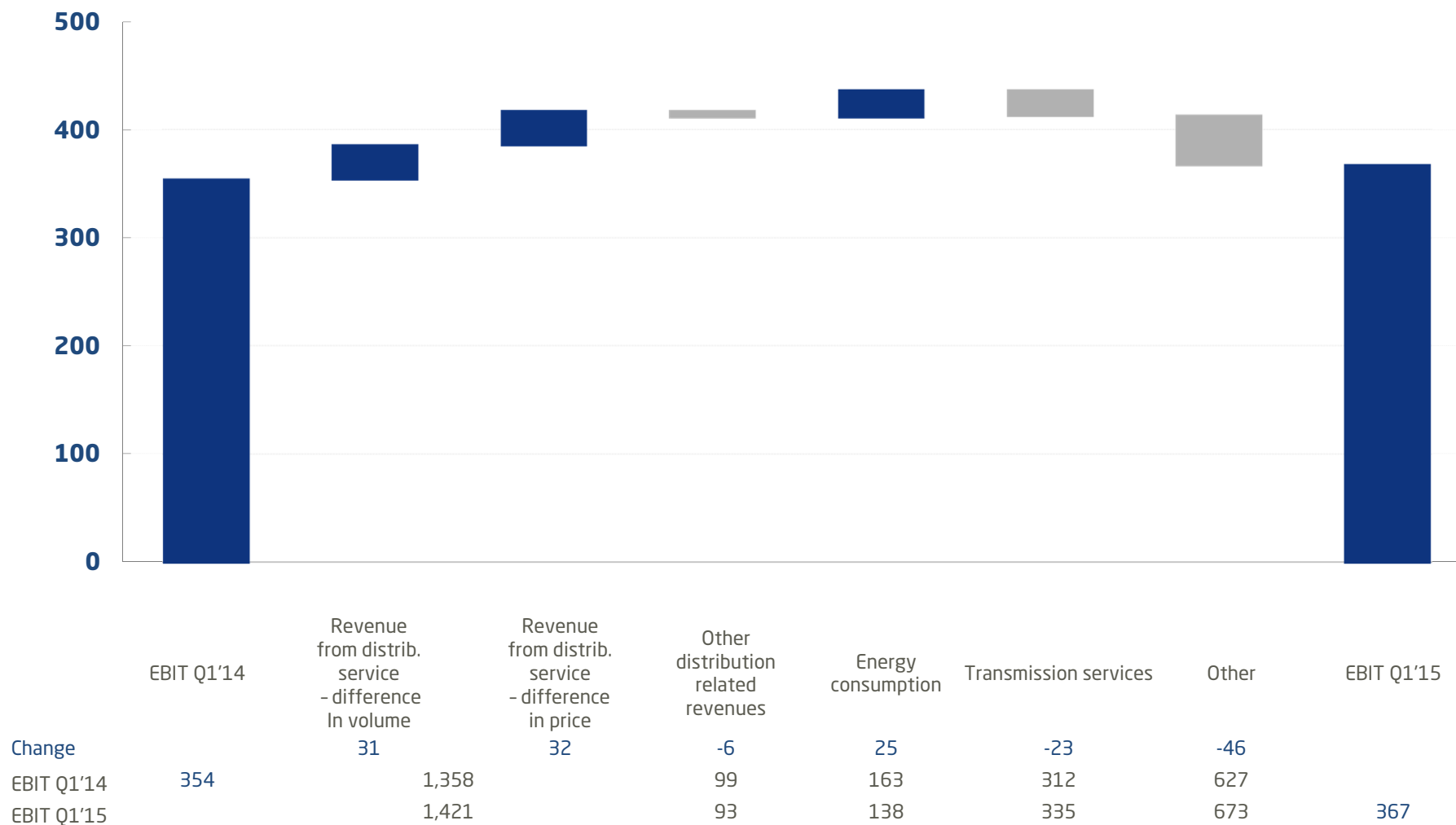
Key Changes in EBIT (PLN m)



	EBIT Q1'14	Sale of electricity - wind	Sale of property rights - wind	Sale of electricity - hydro	Sale of property rights - hydro	Revenues from agreement with TSO	Fixed Costs	Other	EBIT Q1'15
Change		1	-4	7	-1	-6	-6	7	
EBIT Q1'14	72	39	41	20	20	97	89	57	
EBIT Q1'15		40	37	27	19	91	95	50	70

## Distribution (PLN m) - EBIT Q1 2015

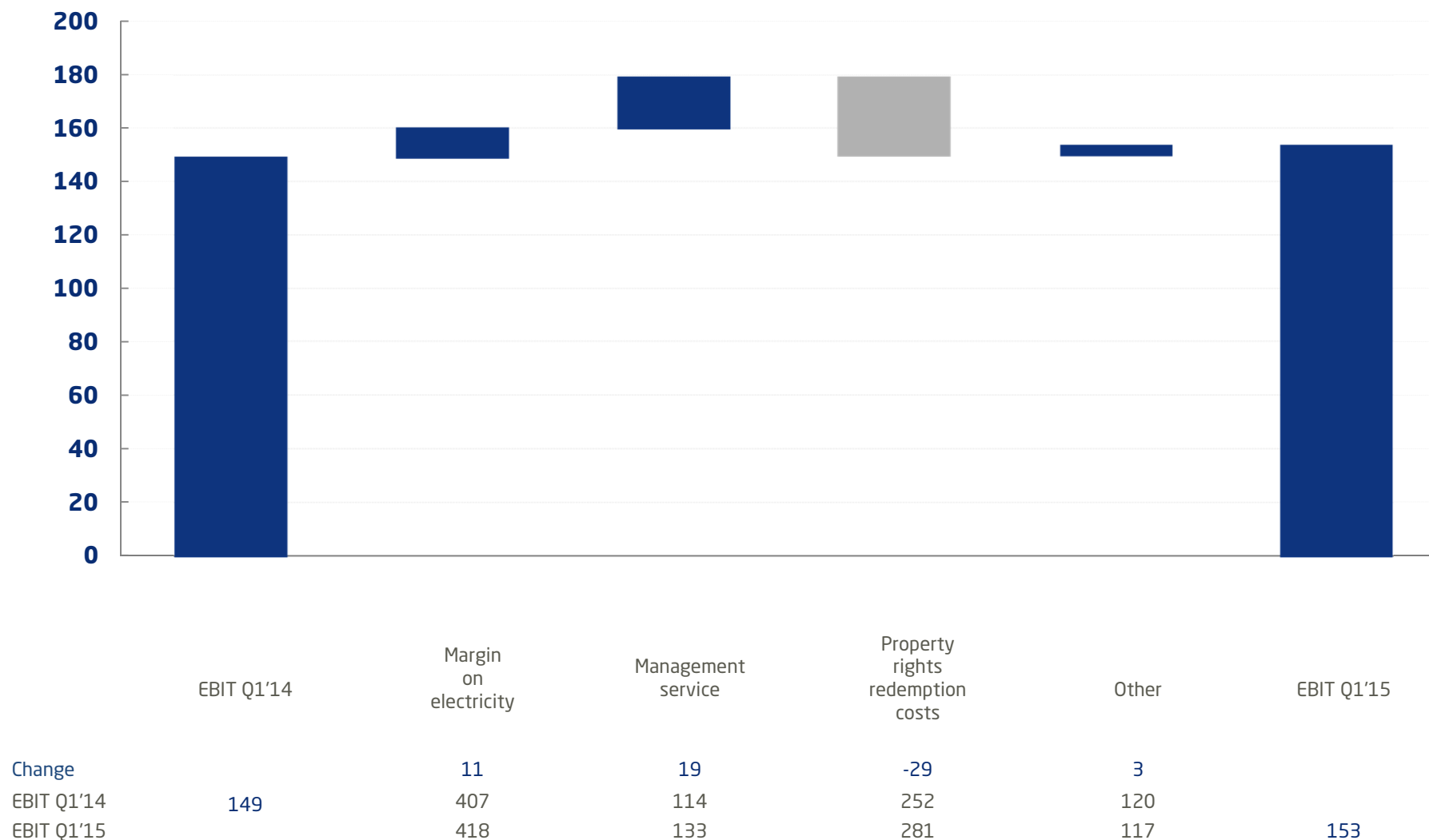
Key Changes in EBIT (PLN m)





## Supply\* (PLN m) - EBIT Q1 2015

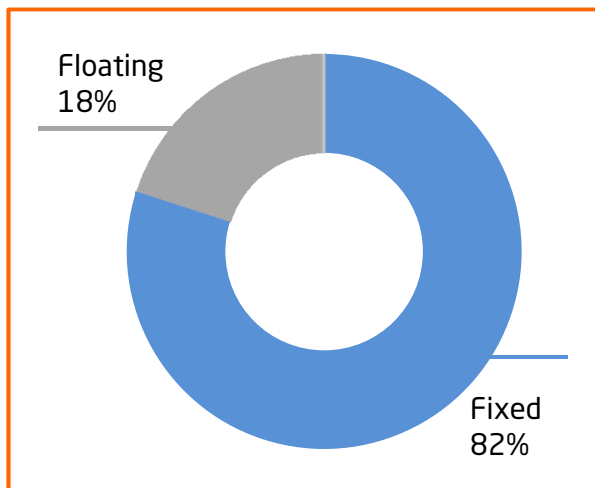
Key Changes in EBIT (PLN m)



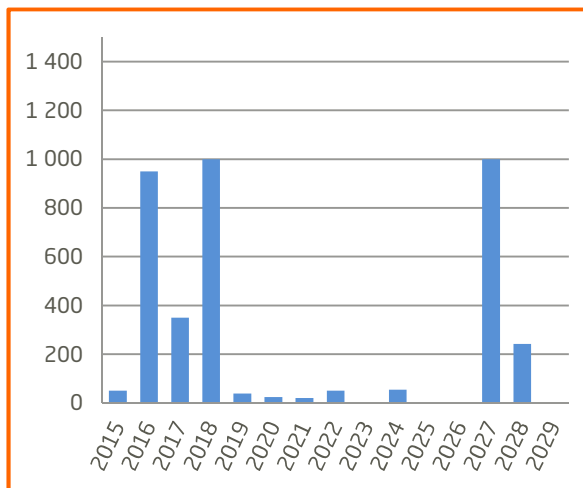
\*As of Q1'15 Supply and Wholesale will be presented as a one business line – Supply. Previously, Supply and Wholesale were presented as two separate segments.

# Debt Structure and Liquidity (as at March 31, 2015)

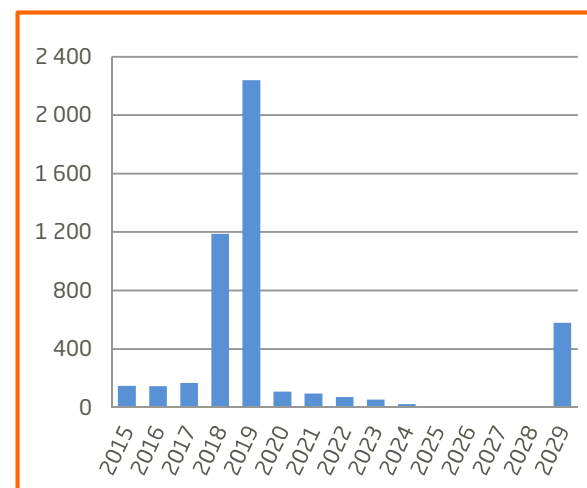
Fixed vs Floating Debt (Drawn Debt)



Available Lines of Credit (PLN m)



Debt Maturity Profile (Drawn Debt PLN m)



Debt Location Within the Group (Drawn Debt PLN m)

As at end of	External		Intra-group	
	Holding	Subsidiaries	Subsidiary bonds purchased by PGE	PGE loans from subsidiaries
December 2014	1,000	3,971	3,873	2,728
March 2015	1,000	3,815	4,495	2,728

Issues under the EMTN program

<b>Value</b>	EUR 500,000,000	EUR 138,000,000
<b>Tenure</b>	5 years	15 years
<b>Maturity date</b>	June 9, 2019	August 1, 2029
<b>Coupon</b>	1.625% annual	3% annual
<b>Rating</b>	BBB+ (Fitch); Baa1 (Moody's)	BBB+ (Fitch)
<b>ISIN Code</b>	XS1075312626	XS1091799061

## PGE cash position provides...

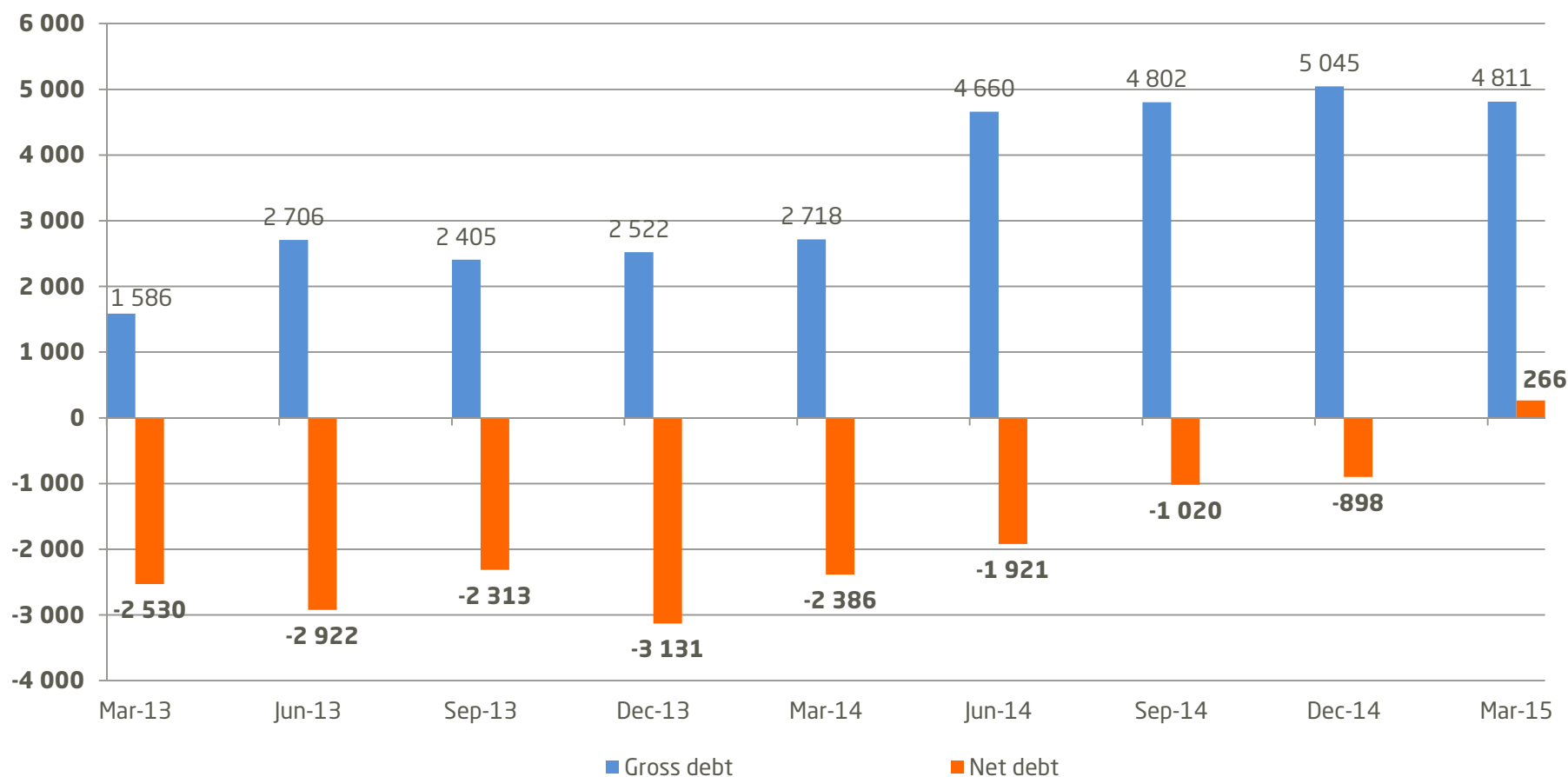
... plenty of headroom in the balance sheet		Q1 2015	FY 2014
	Gross Debt (PLNm)	4,811	5,045
	Net debt (PLNm)	266	(898)
	Net Debt/LTM EBITDA	0.03x	-0.11x
	Net Debt/Equity	0.01x	-0.02x

Financial strength has been confirmed by rating agencies		Moody's	Fitch
	Long-term company rating (IDR)	Baa1	BBB+
	Rating outlook	Stable	Stable
	Date of rating assignment	September 2, 2009	September 2, 2009
	Date of the latest rating confirmation		May 23, 2014
	Senior unsecured rating		BBB+
	Date of the latest rating change	May 26, 2014	August 4, 2011
	Date of the latest rating confirmation		May 23, 2014
	Long-term national rating		AA- (pol)
	Date of rating assignment		August 10, 2012
	Date of latest rating confirmation		May 23, 2014

## Debt development by quarters

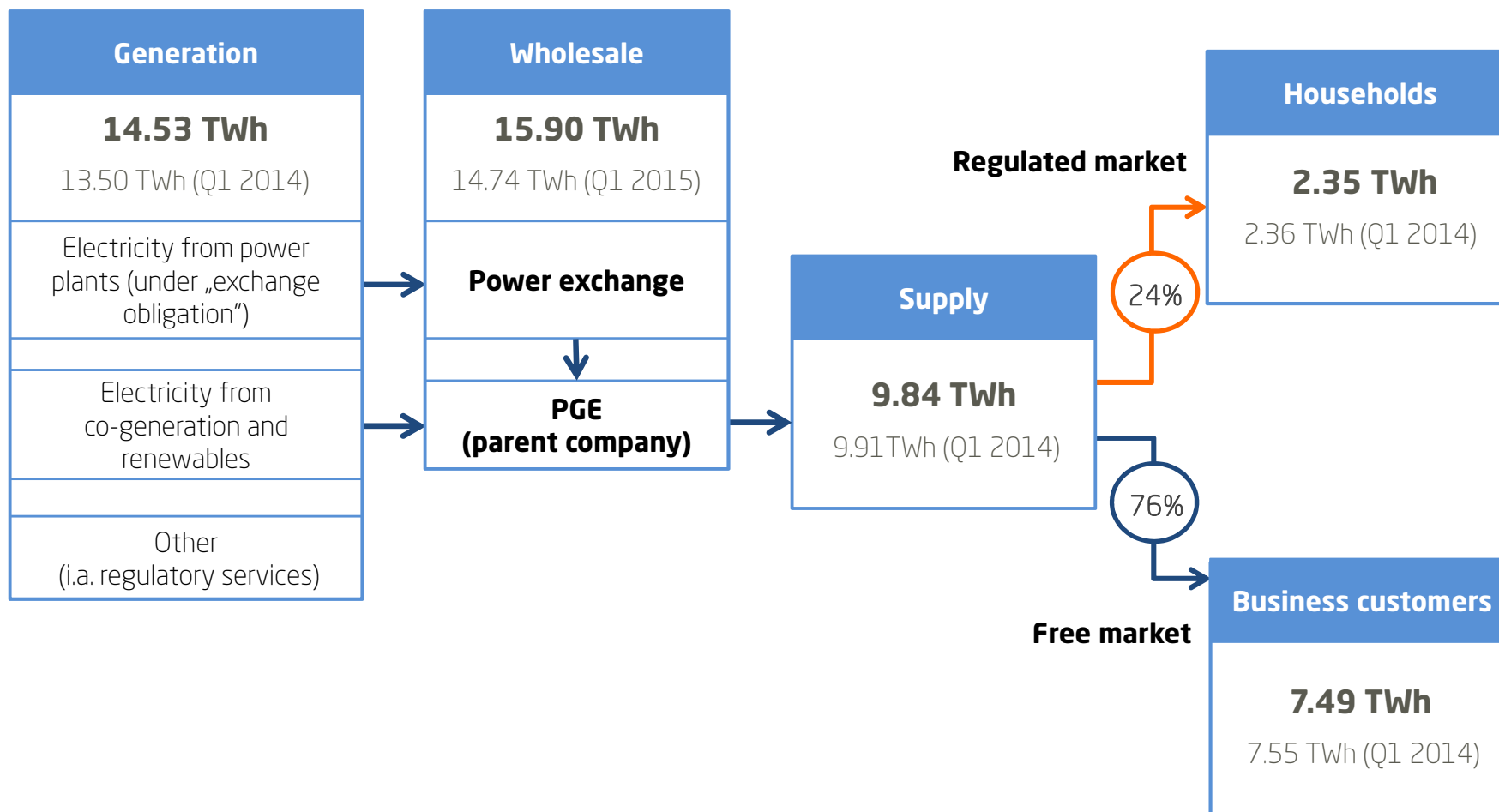
Gross debt and net debt (PLN m)



- External long-term debt is mainly drawn by PGE Polska Grupa Energetyczna S.A. (the parent company) and PGE Sweden AB (Swedish SPV for Eurobonds issues). Some historical investments loans exist in PGE GiEK S.A. (Conventional Generation company)

# Q1 2015 Key business flows

Key business flows (illustrative only)



# CO<sub>2</sub> allowances - regulations and settlement

## Regulations in the III Settlement Period

- As of 2013 only carbon allowances for heat production are received free of charge
- Carbon allowances for electricity production are granted free of charge conditionally on investments realized that were included in the National Investment Plan

## Accounting standard

- All allowances received free of charge are recognized at its nominal value - zero
- Provision for allowances required for redemption is raised respectively to its actual shortage in a given period
- Cost incurred is visible in taxes and charges P&L line

## 2015 allowances settlement

- In Q1'15 PGE's installations emitted 15.14m tonnes of CO<sub>2</sub>
- Consequently PGE's full cost related to CO<sub>2</sub> emissions in Q1'15 amounted to approx. PLN 172m.
- In April 2015, entities of PGE Capital Group received free of charge emission allowances amounting to 29m tonnes regarding electricity generated in FY14 and 1m tonnes regarding heat to be generated in FY15.
- Also in April 2015, PGE completed the settlement of FY14 period (i.e. PGE redeemed EUA equal to FY14 emission).

## Free EUA recognized at a zero value - note 7, Q1'15 consolidated FS

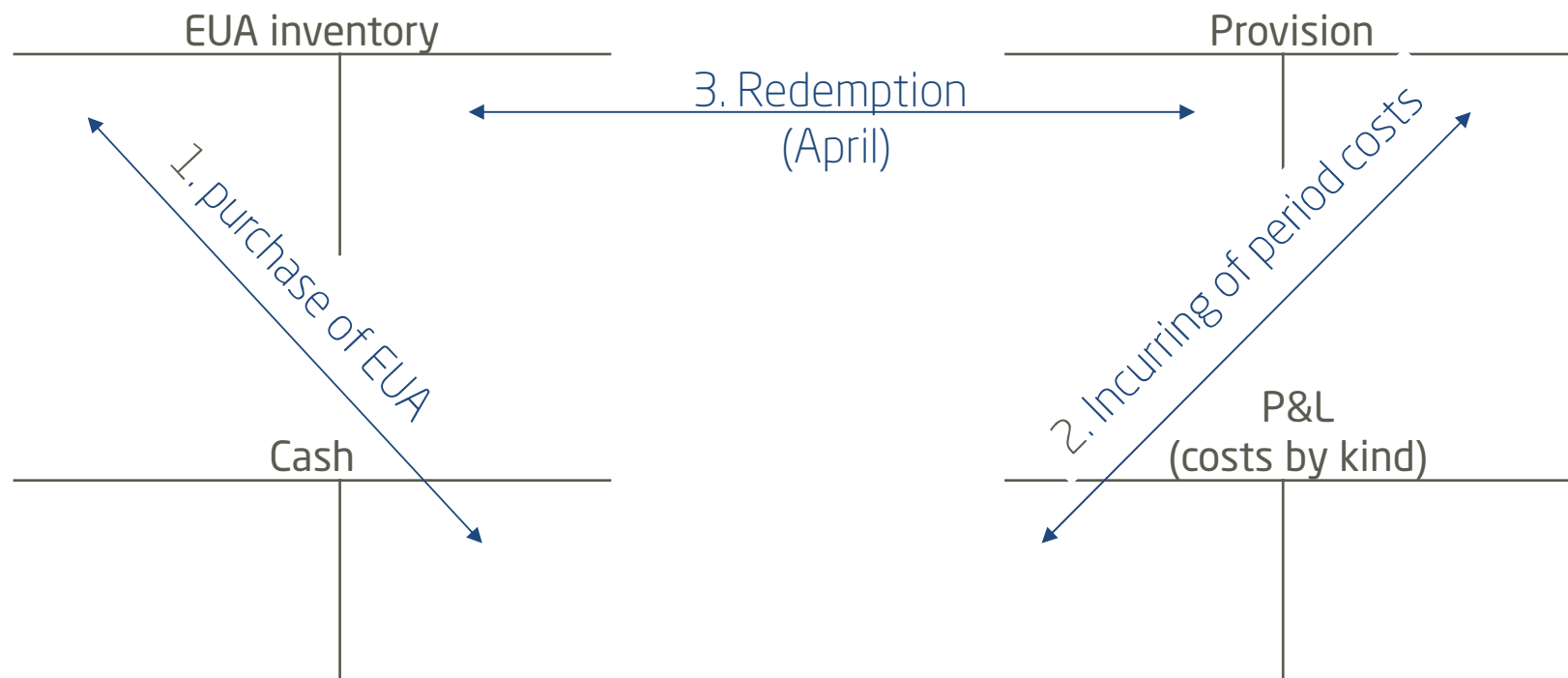
	EUA		CER/ERU		Total value
	Quantity (m)	Value (PLN m)	Quantity (m)	Value (PLN m)	(PLN m)
As at Jan 1, 2014	59	1,404	-	-	1,404
Purchased	33	829	3	2	831
Free allocation	34	-	-	-	-
Redeemed	-61	-683	-	-	-683
Adjustment	3	2	-3	-2	-
As at Jan. 1, 2015	68	1,552	-	-	1,552
Purchased	-	13	-	-	13
Free allocation	-	-	-	-	-
Redeemed	-	-	-	-	-
Adjustment	-	-	-	-	-
As at Mar. 31, 2015	68	1,565	-	-	1,565

## Provision for purchase of CO<sub>2</sub> allowances - note 11, Q1'15 consolidated (PLN m)

As at Jan. 1, 2015	676
Redeemed	-
Released provisions	-
Provided in Q1'15	172
As at Mar 31, 2015	848

Impact on P&L (PLNm) - illustrative only	FY14
Costs by kind	4,218
Taxes and charges	761

## EUA - accounting scheme



1. Purchasing of EUA is not a cost itself, it is an exchange of assets. Accounts involved: cash and inventory.
2. The creation of provision is a cost recognition process.
3. Redemption is a settlement process. It is an utilization of assets (EUA inventory) in the process of settlement with the Regulator.

## LTC compensations - current status of court disputes

Generators from the PGE Capital Group are in disputes with the ERO President regarding stranded cost compensations in years 2008-2010.

**Stranded cost compensation in 2011-2013 are not subject to court disputes.**

Status of court cases:

Year	Opole PP	Turów PP	Gorzów CHP	Rzeszów CHP	Lublin-Wrotków CHP	ZEDO PP
2008	Case at the Supreme Court*	Case closed	Case closed	Case closed	Case at the Supreme Court*	Case at the Supreme Court*
2009	Case closed	Case closed	Case at the Supreme Court*	Case at the Supreme Court*	CCCP verdict*	Case at the Supreme Court*
2010	CCCP verdict**	Case closed***	n/a	Case closed***	Case closed***	Case closed***

\* Cases dependent on the Court of Justice of the European Union verdict

\*\* PGE GiEK S.A. appeal partially allowed, PGE GiEK and ERO President both entitled to file appeal with the Court of Appeal

\*\*\* One verdict jointly for PGE GiEK S.A. as a legal successor of the merged companies from conventional generation segment

	Case closed - favourable verdict
	Not a subject to LTC compensations
	Court of Appeal verdict favourable for PGE, cassation appeal filed by the ERO with the Supreme Court
	Court of Competition and Consumer Protection - favourable verdict

PLN m	2011	2012	2013	2014
Provision for outstanding court cases re LTC from 2008-2010	(1,038)			
Reversal of provision based on legally binding verdicts	-	200	337	246
Unsettled LTC disputes - total value	255			



# Sell-side analysts covering PGE

## Domestic analysts

Institution	Analyst
• BOŚ	• Michał Stalmach
• BRE Bank	• Kamil Kliszc
• BZ WBK	• Paweł Puchalski
• Citigroup	• Piotr Dzieciołowski
• Deutsche Bank	• Tomasz Krukowski
• Erste Group	• Tomasz Duda
• JP Morgan	• Michał Kuzawiński
• PKO BP	• Stanisław Ozga
• Societe Generale	• Bartłomiej Kubicki
• UBS	• Michał Potyra
• UniCredit CAIB	• Flawiusz Pawluk

## Foreign analysts

Institution	Analyst
• Goldman Sachs	• Fred Barasi
• HSBC	• Dmytro Konovalov
• Merrill Lynch	• Denis Derushkin
• Morgan Stanley	• Igor Kuzmin
• Raiffeisen Centrobank	• Teresa Schinwald
• Wood & Company	• Bram Buring

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