

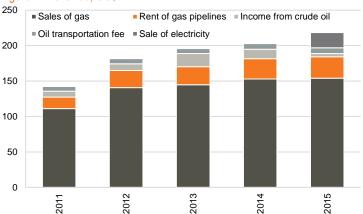
Georgian Oil and Gas Corporation FY15 update

Georgia | Energy Georgian Oil and Gas Corporation March 21, 2016

GOGC posted FY15 financial results. Revenue increased 7.7% y/y to US\$ 218.2mn, thanks to the addition of electricity sales from the Gardabani power plant. Driven by the cost of gas, operating expenses increased 16.4% y/y to US\$ 176.7mn, causing a 14.2% y/y drop in FY15 adjusted EBITDA to US\$ 53.3mn. Net income decreased 66.4% y/y to US\$ 16.0mn, mainly due to the FX loss caused by GEL depreciation. FY15 net debt-to-adjusted EBITDA came in at 2.6x, below the Eurobond covenant of 3.5x.

FY15 revenue increased 7.7% y/y to US\$ 218.2mn thanks to the newly added electricity sales (US\$ 21.5mn) from the Gardabani power plant. Sale of gas, the key source of revenue, was flat in FY15 at US\$ 154.0mn, while gas pipeline rental revenue increased 5.4% y/y to US\$ 30.3mn. Crude oil sales was down 66.0% y/y to US\$ 4.5mn.

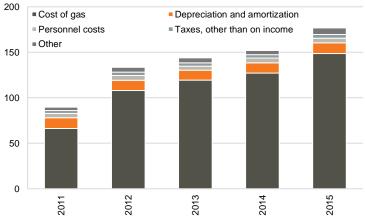
Figure 1: Revenue, US\$ mn



FY15 operating expenses climbed 16.4% y/y to US\$ 176.7mn on the back of a 16.9% y/y rise in the cost of gas, the largest expense item with an 84.0% share.

Figure 2: Operating expenses, US\$ mn

Source: Company data, Galt & Taggart Research



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Figure 3: Georgian Eurobond universe

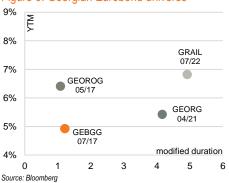


Figure 4: Georgian Eurobonds



Table 1: Key financials (US\$ '000) and margins

	•	FY14	FY15	5	Change, y/y
Revenue		202,628.5	218,2	34.3	7.7%
Gross profit		75,582.0	69,7	20.1	-7.8%
Gross profit mar	gin	37.3%	31	.9%	-535 bps
EBITDA		63,477.4	54,3	67.5	-14.4%
EBITDA margin		31.3%	24	.9%	-641 bps
Adjusted EBITD	А	62,113.8	53,3	18.7	-14.2%
Adjusted EBITD. margin	4	30.7%	24	.4%	-622 bps
EBIT		52,119.7	42,5	33.2	-18.4%
EBIT margin		25.7%	19	.5%	-623 bps
Net income		47,506.1	15,9	52.9	-66.4%
Net profit margir	1	23.4%	7	.3%	-1613 bps
Assets		660,500.1	588,84	49.6	-10.8%
Equity		362,719.5	300,68	89.8	-17.1%
Liabilities		297,780.6	288,1	59.8	-3.2%
Source: Company	data, Galt &	Taggart Rese	earch		
US\$-GEL	FY11	FY12	FY13	FY14	FY15
Year-end	1.67	1.66	1.74	1.86	2.39
Average Source: NBG	1.69	1.65	1.66	1.77	2.27



FY15 adjusted EBITDA was at US\$ 53.3mn - a decrease of 14.2% y/y. Adjusted EBITDA margin came in at 24.4% in FY15, compared to 30.7% in FY14. EBIT shrank to US\$ 42.5mn, down 18.4% y/y. FY15 net income settled on US\$ 16.0mn, dropping 66.4% y/y as a result of a significant FX loss, stemming from the weakening of GEL against US\$ in FY15. However, the FX loss is an unrealized charge and not a cause for concern. Net profit margin was at 7.3% in FY15, compared to 23.4% in the previous year.

Figure 5: Revenue, gross profit, adjusted EBITDA, EBIT and net income (US\$ mn)

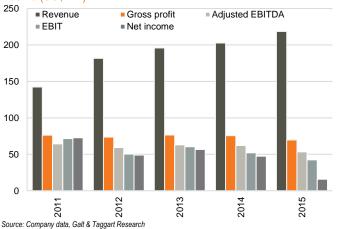
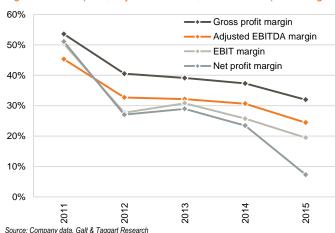
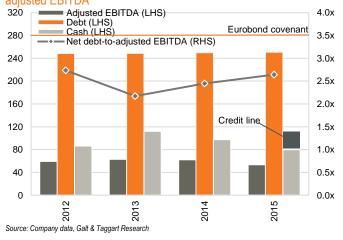


Figure 6: Gross profit, adjusted EBITDA, EBIT and net profit margins



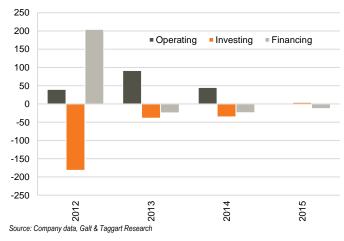
Net debt-to-adjusted EBITDA deteriorated to 2.6x, largely due to the decrease in adjusted EBITDA. Net debt also declined, as a decrease in the cash balance was more than compensated by a US\$ 30.0mn credit line, opened in late 2015, which per the Eurobond prospectus, is added to cash and cash equivalents when calculating the net debt-to-adjusted EBITDA ratio.

Figure 7: Adjusted EBITDA, debt, cash US\$ and net debt-to-adjusted EBITDA



A full report with in-depth analysis and forecasts will follow shortly.

Figure 8: Cash flows, US\$





Financial statements

Income statement

US\$, '000	2011	2012	2013	2014	2015
Revenue	142,295.9	181,407.3	195,838.3	202,628.5	218,234.3
Sales of gas	111,170.4	140,742.1	144,653.4	152,781.9	153,991.4
Rent of gas pipelines	16,143.1	23,976.8	25,649.6	28,759.4	30,313.9
Income from crude oil	8,476.1	9,686.5	18,350.2	13,355.6	4,545.0
Oil transportation fee	6,506.4	7,001.9	7,185.2	7,731.7	7,918.8
Sale of electricity	-	-	-	-	21,465.3
Operating expenses	(73,939.4)	(137,925.4)	(143,865.2)	(151,872.4)	(176,749.9)
Cost of gas and oil	(66,314.4)	(107,935.6)	(119,322.4)	(127,046.5)	(148,514.3)
Personnel costs	(4,689.1)	(5,152.4)	(4,390.4)	(5,219.0)	(5,154.7)
Taxes, other than on income	(3,271.0)	(3,729.3)	(3,664.7)	(3,771.0)	(3,950.3)
Reversal of impairment loss of property, plant and equipment	15,653.8	-	-	-	-
Impairment of assets related to Namakhvani project	-	(4,533.5)	-	-	-
Other	(3,588.3)	(5,272.9)	(5,521.8)	(4,478.3)	(7,296.3)
Other income	3,306.0	6,745.1	8,359.9	1,363.6	1,048.8
Operating expenses excluding depreciation and amortization	(62,209.0)	(126,623.8)	(132,899.2)	(140,514.8)	(164,915.6)
EBITDA	83,392.9	61,528.7	71,299.0	63,477.4	54,367.5
Adjusted EBITDA	64,433.1	59,317.1	62,939.1	62,113.8	53,318.7
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Depreciation and amortization	(11,730.4)	(11,301.7)	(10,966.0)	(11,357.7)	(11,834.3)
Results from operating activities	71,662.5	50,227.0	60,333.0	52,119.7	42,533.2
Finance income	6,653.4	17,560.5	24,483.9	6,778.0	13,633.7
Finance costs	(1,007.1)	(11,706.8)	(17,724.3)	(5,968.8)	(38,301.4)
Net finance income	5,646.4	5,853.7	6,759.6	809.2	(24,667.7)
Profit before income tax	77,308.8	56,080.8	67,092.6	52,929.0	17,865.6
Income tax expense	(9,652.2)	(7,011.6)	(10,406.3)	(5,422.9)	(1,912.6)
Profit from continuing operations	67,656.6	49,069.1	56,686.3	47,506.1	15,952.9
Discontinued operations					
Profit from discontinued operation (net of income tax)	5,008.2	-	-	-	-
Profit and total comprehensive income for the year	72,664.8	49,069.1	56,686.3	47,506.1	15,952.9
Profit and total comprehensive income attributable to:					
Owners of the Company	72,664.8	49,069.1	57,007.9	48,506.2	33,485.9
Non-controlling interests	-	-	(321.6)	(1,000.1)	(17,533.0)



Statement of changes in equity					
US\$, '000	2011	2012	2013	2014	2015
Share capital, 1 January	279,519.4	286,638.3	307,417.2	293,468.9	307,303.6
Increase in share capital	6,524.2	18,672.4	151.5	35,756.6	16,831.3
Decrease in share capital	(15,849.5)	(185.9)	-	-	-
Transfer of subsidiary	(615.0)	-	-	-	-
FX rate translation adjustment	17,059.4	2,292.4	(14,099.8)	(21,921.8)	(69,050.7)
Share capital, 31 December	286,638.3	307,417.2	293,468.9	307,303.6	255,084.1
Fair value adjustment reserve for non-cash owner contributions, 1 January	(159,172.5)	(168,940.3)	(170,327.2)	(162,518.6)	(151,417.1)
Fair value adjustment of non-cash owner contributions	-	-	-	-	-
FX rate translation adjustment	(9,767.8)	(1,386.8)	7,808.6	11,101.4	33,591.4
Fair value adjustment reserve for non-cash owner contributions, 31 December	(168,940.3)	(170,327.2)	(162,518.6)	(151,417.1)	(117,825.8)
Additional paid-in-capital, 1 January	42,063.4	42,937.2	43,289.7	41,305.1	38,483.6
Distributions of non-cash assets	(1,691.5)	-	-	-	-
FX rate translation adjustment	2,565.3	352.5	(1,984.6)	(2,821.5)	(8,537.4)
Additional paid-in-capital, 31 December	42,937.2	43,289.7	41,305.1	38,483.6	29,946.1
Retained earnings, 1 January	33,011.6	53,978.3	60,315.1	107,350.7	123,642.4
Profit and total comprehensive income for the year	72,664.8	49,069.1	57,007.9	48,506.2	33,485.9
Contributions by and distributions to owners	(53,900.8)	(43,156.1)	(5,025.2)	(23,573.8)	(13,332.9)
Dividends to equity holders	(26,689.7)	(24,223.9)	(5,025.2)	(18,687.8)	(12,933.3)
Other cash distributions	(2,491.0)	-	-	-	-
Distributions of non-cash assets net of tax	(4,200.4)	(18,932.2)	-	(549.3)	(399.5)
Transfer of subsidiary retained earnings	(20,519.6)	-	-	(4,336.7)	-
FX rate translation adjustment	2,202.7	423.7	(4,947.1)	(8,640.6)	(28,479.2)
Retained earnings, 31 December	53,978.3	60,315.1	107,350.7	123,642.4	115,316.3
Total contributions by and distributions to owners	7,132.1	24,399.5	52,134.2	60,688.9	36,984.3
Equity attributable to owners of the Company	214,613.5	240,694.8	279,606.1	318,012.4	282,520.8
Non-controlling interests, 1 January	-	-	-	48,057.9	44,707.0
Profit and total comprehensive income for the year	-	-	(321.6)	(1,000.1)	(17,533.0)
Foundation of subsidiary with non-controlling interests	-	-	50,485.2	-	-
Other contributions	-	-	-	928.2	-
FX rate translation adjustment			(2,105.6)	(3,279.0)	(9,005.0)
Non-controlling interests, 31 December	-	-	48,057.9	44,707.0	18,169.0
Total equity	214,613.5	240,694.8	327,664.0	362,719.5	300,689.8



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US\$, '000	2011	2012	2013	2014	2015
Assets					
Property, plant and equipment	162,609.1	170,610.2	155,258.9	316,909.2	319,201.6
Prepayments for non-current assets	409.5	-	115,090.7	51,852.3	861.8
Intangible assets	132.9	99.6	65.7	54.2	35.9
Finance lease receivable	25,788.2	27,694.8	28,142.6	27,925.0	23,142.5
Loans given	-	51,501.2	51,336.8	74,460.7	25,613.2
Other non-current assets	-	64.6	-	-	-
Equity accounted investees	-	-	-	-	2,364.6
Deferred tax assets	-	-	-	1,107.0	6,004.8
Term deposits	-	63,636.1	23,085.3	23,809.8	25,501.7
Non-current assets	188,939.7	313,606.6	372,979.9	496,118.3	402,726.2
Loans given	-	29,404.2	27,100.7	8,844.2	2,406.4
Non-current assets held for distribution	12,409.7	-	657.1	-	734.1
Inventories	440.0	322.9	378.4	106.2	3,684.9
Current tax assets	452.6	3,996.5	622.6	-	1,529.9
Taxes other than on income	-	597.6	421.6	7,819.8	2,095.7
VAT recoverable	-	-	-	-	-
Prepayments for current assets and expenses	13,943.6	12,055.3	11,552.2	12,528.4	20,104.0
Trade and other receivables	18,182.4	52,151.9	36,589.3	37,530.6	75,778.9
Term deposits current	-	31,903.2	45,207.0	-	-
Cash and cash equivalents	21,001.6	86,118.2	112,043.4	97,552.6	79,789.6
Current assets	66,430.0	216,549.8	234,572.4	164,381.8	186,123.4
Total assets	255,369.7	530,156.3	607,552.3	660,500.1	588,849.6
Equity and liabilities					
Share capital	286,638.3	307,417.2	293,468.9	307,303.6	255,084.1
Fair value adjustment reserve for non-cash owner contributions	(168,940.3)	(170,327.2)	(162,518.6)	(151,417.1)	(117,825.8)
Additional paid-in-capital	42,937.2	43,289.7	41,305.1	38,483.6	29,946.1
Retained earnings	53,978.3	60,315.1	107,350.7	123,642.4	115,316.3
Equity attributable to owners of the Company	214,613.5	240,694.8	279,606.1	318,012.4	282,520.8
Non-controlling interests	-	-	48,057.9	44,707.0	18,169.0
Total equity	214,613.5	240,694.8	327,664.0	362,719.5	300,689.8
Loans and borrowings	391.5	245,176.0	245,175.9	245,176.0	245,176.0
Deferred tax liabilities	6,367.1	5,774.1	9,494.9	7,621.3	6,258.7
Non-current liabilities	6,758.7	250,950.1	254,670.9	252,797.3	251,434.7
Loans and borrowings current	6,203.7	3,072.4	3,528.2	4,453.2	5,445.7
Trade and other payables	1,607.5	14,982.8	17,655.9	36,008.8	28,313.1
Dividend payable	24,965.6	19,315.5	-	-	-
Current tax liabilities	-	-	-	836.6	-
VAT payable	971.7	1,140.8	3,062.3	2,780.1	2,104.1
Provisions	249.1	-	971.0	904.7	862.2
Current liabilities	33,997.5	38,511.5	25,217.4	44,983.4	36,725.1
Total liabilities	40,756.2	289,461.6	279,888.3	297,780.6	288,159.8
Total equity and liabilities	255,369.7	530,156.3	607,552.3	660,500.1	588,849.6



Statement of cash flows					
US\$, '000	2011	2012	2013	2014	2015
Cash flows from operating activities					
Cash receipts from customers	161,622.2	159,790.5	224,320.0	209,561.1	187,498.9
Cash paid to suppliers and employees	(108,603.4)	(108,031.9)	(133,556.9)	(161,864.8)	(181,985.2)
VAT refund from the State	-	-	-	8,494.5	5,197.8
Cash from operations before income taxes and interest	53,018.8	51,758.6	90,763.1	56,190.8	10,711.5
Income tax paid	(10,758.9)	(7,870.3)	(2,681.2)	(4,399.6)	(7,534.6)
Interest paid	(396.8)	(8,674.0)	(17,140.6)	(17,218.8)	(18,024.1)
Interest received	4,545.0	4,490.5	20,485.5	10,654.9	16,490.3
Net cash from (used in) operating activities	46,408.1	39,704.8	91,426.8	45,227.3	1,643.0
Cash flows from investing activities					
Acquisition of property, plant and equipment and intangible assets	(26,406.8)	(13,996.0)	(70,652.7)	(77,744.1)	(44,901.3)
Decrease/(Increase) in term deposit	-	(85,238.5)	29,506.1	42,021.5	-
Repayment of loans given	-	-	2,228.5	-	52,865.9
Loans given	-	(78,745.2)	-	-	(1,058.1)
Acquisition of non-current assets held for distribution	(12,293.9)	(4,023.0)	-	-	-
Investing in other companies	(68.2)	(64.8)	-	-	-
Acquisition of equity accounted investee	-	-	-	-	(2,494.5)
Net cash from (used in) investing activities	(38,768.9)	(182,067.4)	(38,918.1)	(35,722.6)	4,412.0
Cash flows from financing activities					
Dividends paid	(3,262.1)	(28,765.9)	(24,262.7)	(18,687.8)	(12,933.3)
Proceeds from borrowings	-	240,684.4	-	16,918.1	-
Repayment of borrowings	-	(6,383.6)	(377.5)	(16,855.8)	-
Other cash distributions to owners	(1,186.2)	(1,332.3)	-	-	-
Cash distributed on the transfer of subsidiaries	(15,790.2)			(5,320.4)	-
Cash distributed on the transfer of discontinued operation	(1,074.1)			-	-
Net cash from (used in) financing activities	(21,312.6)	204,202.6	(24,640.2)	(23,945.9)	(12,933.3)
Net increase in cash and cash equivalents	(13,802.3)	61,637.0	26,698.7	(13,683.7)	(6,520.1)
Cash and cash equivalents, 1 January	34,478.2	21,001.6	86,118.2	112,043.4	97,552.6
Effect of FX rate fluctuations on cash and cash equivalents	325.7	3,307.2	3,174.6	6,846.4	10,398.8
FX rate translation adjustment	-	172.4	(3,948.1)	(7,653.5)	(21,641.7)
Cash and cash equivalents, 31 December	21,001.6	86,118.2	112,043.4	97,552.6	79,789.6



Financial ratios

	2011	2012	2013	2014	2015
Profitability					
Return on Revenue					
Gross profit margin	53.5%	40.5%	39.1%	37.3%	31.9%
EBITDA margin	58.6%	33.9%	36.4%	31.3%	24.9%
Adjusted EBITDA margin	45.3%	32.7%	32.1%	30.7%	24.4%
EBIT margin	50.4%	27.7%	30.8%	25.7%	19.5%
EBT margin	54.3%	30.9%	34.3%	26.1%	8.2%
Net profit margin	51.1%	27.0%	28.9%	23.4%	7.3%
Return on Investment					
Operating ROA / Basic earning power	28.1%	9.5%	9.9%	7.9%	7.2%
Return on assets (ROA)	28.5%	9.3%	9.3%	7.2%	2.7%
Operating ROE	33.4%	20.9%	18.4%	14.4%	14.1%
Return on equity (ROE)	33.9%	20.4%	17.3%	13.1%	5.3%
Return on common equity	25.4%	16.0%	19.3%	15.5%	6.3%
Return on capital employed (ROCE)	32.4%	10.2%	10.4%	8.5%	7.7%
Return on invested capital (ROIC)	20.8%	5.1%	9.0%	4.7%	0.5%
Solvency					
Component percentage / debt ratios					
Liabilities to assets	16.0%	54.6%	46.1%	45.1%	48.9%
Liabilities to invested capital	18.4%	59.2%	48.6%	48.6%	52.3%
Liabilities to equity	19.0%	120.3%	85.4%	82.1%	95.8%
Liabilities to EBITDA	0.49x	4.70x	3.93x	4.69x	5.30x
Debt-to-assets	2.6%	46.8%	40.9%	37.8%	42.6%
Debt-to-invested capital	3.0%	50.8%	43.2%	40.8%	45.5%
Debt-to-equity	3.1%	103.1%	75.9%	68.8%	83.3%
Debt-to-EBITDA	0.08x	4.03x	3.49x	3.93x	4.61x
Net debt-to-assets	-5.6%	30.6%	22.5%	23.0%	23.9%
Net debt-to-invested capital	-6.5%	33.2%	23.7%	24.8%	25.5%
Net debt-to-equity	-6.7%	67.4%	41.7%	41.9%	46.8%
Net debt-to-EBITDA	-0.17x	2.64x	1.92x	2.40x	2.59x
Net debt-to-adjusted EBITDA	-0.22x	2.73x	2.17x	2.45x	2.64x
Long-term debt-to-assets	0.2%	46.2%	40.4%	37.1%	41.6%
Long-term debt-to-invested capital	0.2%	50.1%	42.5%	40.0%	44.5%
Long-term debt-to-equity	0.2%	101.9%	74.8%	67.6%	81.5%
Long-term debt-to-EBITDA	0.00x	3.98x	3.44x	3.86x	4.51x
Financial leverage (equity multiplier)	1.19x	2.20x	1.85x	1.82x	1.96x
Coverage					
EBITDA coverage	82.81x	5.26x	4.02x	2.96x	1.42x
Adjusted EBITDA coverage	105.37x	5.19x	3.61x	2.89x	5.56x
EBIT coverage	71.16x	4.29x	3.40x	2.43x	1.11x
Adjusted EBIT coverage	117.19x	4.39x	3.46x	2.43x	4.44x
FFO to debt	12.80x	0.24x	0.27x	0.24x	0.11x
FFO to finance costs	83.80x	5.16x	3.82x	2.24x	0.73x
Liquidity					
Current ratio	1.95x	5.62x	9.30x	3.65x	5.07x
Quick ratio (acid test)	1.94x	5.61x	9.29x	3.65x	4.97x
Cash ratio	0.62x	2.24x	4.44x	2.17x	2.99x



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