



## **REN – Redes Energéticas Nacionais, SGPS, S.A.**

Consolidated Financial Statements  
31 March 2016

(Translation of consolidated financial statements originally issued in Portuguese –  
Note 31)

## **Consolidated financial statements**

**31 March 2016**

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## 1. ECONOMIC AND FINANCIAL PERFORMANCE IN THE 1<sup>ST</sup> QUARTER

### 1.1 1ST QUARTER RESULTS

In the first quarter of 2016, the net income reached 6.1 million Euros, a decrease of 14.2 million Euros over the previous year, affected by the 2015 non recurrent gain with the sale of REN's stake in Enagas (-16.1 million Euros in net income). It should be noted that, similarly to the previous year, the results for the first quarter of 2016 reflect the continuation of the Extraordinary Levy on the Energy Sector (25.9 million Euros in 2016 and 25.4 million Euros in 2015). Excluding nonrecurrent effects, net income grew 5.6% (+1.7 million Euros).

Financial results kept a positive trend, increasing 4.3% (+1.0 million Euros) over the previous year, reflecting the 40bp reduction in the average cost of debt to 3.7% (4.1% in the first quarter of 2015), despite the 4.3% increase in net debt to 2,473.2 million Euros.

Capex reached 11.3 million Euros and transfers to RAB were 0.9 million Euros, an increase of 2.9 million Euros and 0.3 million Euros, respectively, when compared with the first quarter of 2015. The average RAB increased 29.7 million Euros (+0.8%), reaching 3,542.1 million Euros, driven essentially by the growth in natural gas which reflected the acquisition of NG underground storage assets to Galp in May 2015.

| <b>Main Indicators</b><br>(millions of Euros)     | <b>March 2016</b> | <b>March 2015</b> | <b>Var.%</b> |
|---|-------------------|-------------------|--------------|
| EBITDA  | 121,1             | 138,3             | -12,4%       |
| Financial income <sup>1</sup>                     | -23,4             | -24,5             | 4,3%         |
| Net income <sup>2</sup>                           | 6,1               | 20,3              | -70,0%       |
| Recurrent net income                              | 32,0              | 30,3              | 5,6%         |
| Total Capex                                       | 11,3              | 8,4               | 35,2%        |
| Transfers to RAB (at historic costs) <sup>3</sup> | 0,9               | 0,6               | 41,3%        |
| Average RAB (at reference costs)                  | 3.542,1           | 3.512,4           | 0,8%         |
| Net debt  | 2.473,2           | 2.371,7           | 4,3%         |
| Average cost of debt                              | 3,7%              | 4,1%              | -0,4p.p.     |

<sup>1</sup> Financial charges of 0.1 million Euros in March of 2016 and revenues of 0.1 million Euros in March of 2015 from electricity interconnection capacity auctions between Spain and Portugal – referred to as FTR (Financial Transaction Rights), were reclassified from financial income to Revenue.

<sup>2</sup> The value for 2015 was restated (see note 3 of Report and Accounts)

<sup>3</sup> Includes direct acquisitions (RAB related).

## Operating income - EBITDA

EBITDA reached 121.1 million Euros, a decrease of 12.4% (-17.2 million Euros) over the same period of the previous year.

| <b>EBITDA</b><br>(millions of Euros)   | <b>March 2016</b> | <b>March 2015</b> | <b>Var.%</b>  |
|--|-------------------|-------------------|---------------|
| <b>1) Revenues from assets</b>   | <b>113,4</b>      | <b>109,9</b>      | <b>3,2%</b>   |
| RAB remuneration   | 55,1              | 54,0              | 2,0%          |
| Smoothing differences (gas)  | -0,8              | -0,9              | -17,2%        |
| Hydro land remuneration  | 0,1               | 0,1               | -4,5%         |
| Lease revenues from hydro protection zone  | 0,2               | 0,2               | -1,2%         |
| Remuneration of fully depreciated assets   | 5,0               | 4,6               | 10,7%         |
| Recovery of depreciation<br>(net of investment subsidies)  | 49,3              | 47,6              | 3,5%          |
| Depreciation of investment subsidies   | 4,5               | 4,5               | 1,3%          |
| <b>2) Revenues from OPEX</b>   | <b>23,1</b>       | <b>22,6</b>       | <b>2,2%</b>   |
| <b>3) Other revenues</b>   | <b>4,0</b>        | <b>25,2</b>       | <b>-84,1%</b> |
| <b>4) Own works (capitalised in investment)</b>  | <b>3,5</b>        | <b>3,7</b>        | <b>-5,8%</b>  |
| <b>5) Earnings on Construction<br/>– Concession assets (excl. own works capitalised in investment)</b> | <b>7,9</b>        | <b>4,7</b>        | <b>67,5%</b>  |
| <b>6) OPEX</b>   | <b>22,8</b>       | <b>23,1</b>       | <b>-1,1%</b>  |
| Personnel costs <sup>1</sup>   | 12,5              | 12,5              | -0,7%         |
| External costs   | 10,4              | 10,5              | -1,6%         |
| <b>7) Construction costs<br/>– Concession assets</b>   | <b>7,9</b>        | <b>4,7</b>        | <b>67,5%</b>  |
| <b>8) Provisions/ (reversal)</b>   | <b>0,0</b>        | <b>0,0</b>        | <b>n.m</b>    |
| <b>9) Impairments /(reversal)</b>  | <b>0,0</b>        | <b>0,0</b>        | <b>n.m</b>    |
| <b>10) EBITDA (1+2+3+4+5-6-7-8-9)</b>  | <b>121,1</b>      | <b>138,3</b>      | <b>-12,4%</b> |

This evolution was explained mostly by the 2015 nonrecurrent gain with the sale of REN's stake in Enagas (-20.1 million Euros in EBITDA), slightly offset by the growth of regulated asset base revenues and the increase in the group's operational efficiency.

Regarding the evolution of the regulated asset base revenues, the main positive effects were:

- **The evolution of revenues from depreciation recovery (+1.7 million Euros)**, in line with the increase in the asset base;
- **The increase in RAB remuneration<sup>2</sup> (+1.2 million Euros)**, reflecting mostly the increase in the average RAB, particularly in the Natural Gas segment to which was determinant the acquisition of the underground storage assets to Galp, settled in May 2015, but also the slight

<sup>1</sup> Includes costs with training and seminars and provisions for staff costs

<sup>2</sup> Includes NG smoothing effect

increase in the rate of return, in line with the growth in the 10Y Portuguese Government Bond yields.

Additionally, REN's efforts to constantly improve its efficiency were also reflected in operational results, with the group's opex reducing 0.3 million Euros (-1.1%). This evolution was a result of a 0.7% reduction in personnel costs and a 9.2% reduction in core external costs, partially offset by a 13.6% increase in pass-through costs.

### Net income

In the first quarter of 2016, net income reached 6.1 million euros, a decrease of 14.2 million euros (-70.0%) over the previous year, affected essentially by the 17.2 million euros reduction in EBITDA due to the 2015 nonrecurrent gain with the sale of Enagas (-20.1 million euros in EBITDA; -16.1 million euros in net income).

On the other hand, the group results were positively influenced by the good performance of financial results (+1.0 million Euros, +4.3%), driven by the 40bp decrease in the average cost of debt, from 4.1% to 3.7%, despite the 4.3% increase in net debt to 2,473.2 million Euros.

When adjusted for non-recurring items, Recurring Net Income grew 5.6% (+1.7 million Euros). Non-recurring items considered in the first quarter of 2016 and 2015 are as follows:

- i) In 2016: i) Extraordinary Levy on the Energy Sector in the State Budget for 2016 (25.9 million Euros)
- ii) In 2015: i) cost of carry of the European Investment Bank escrow account (1.0 million Euros; 0,7 million Euros post tax); ii) Extraordinary Levy on the Energy Sector in the State Budget for 2015 (25,4 million Euros); iii) Capital gains with the sale of the stake in Enagás (-20.1 million Euros; -16.1 million Euros post tax).

| <b>NET INCOME</b><br>(millions of Euros) | <b>March 2016</b> | <b>March 2015</b> | <b>Var.%</b>  |
|--|-------------------|-------------------|---------------|
| <b>EBITDA</b>                            | <b>121,1</b>      | <b>138,3</b>      | <b>-12,4%</b> |
| Amortizations                            | 53,6              | 51,9              | 3,1%          |
| Financial income <sup>1</sup>            | -23,4             | -24,5             | -4,3%         |
| Income tax expenses                      | 12,1              | 16,2              | -25,1%        |
| Extraordinary levy on the energy sector  | 25,9              | 25,4              | 1,9%          |
| <b>Net income</b>                        | <b>6,1</b>        | <b>20,3</b>       | <b>-70,0%</b> |
| Non-recurring items                      | 25,9              | 10,0              | 158,7%        |
| <b>Recurrent net income</b>              | <b>32,0</b>       |                   |               |

<sup>1</sup> Financial charges of 0.1 million Euros in March of 2016 and revenues of 0.1 million euros in March of 2015 from electricity interconnection capacity auctions between Spain and Portugal – referred to as FTR (Financial Transaction Rights), were reclassified from financial income to Revenue.

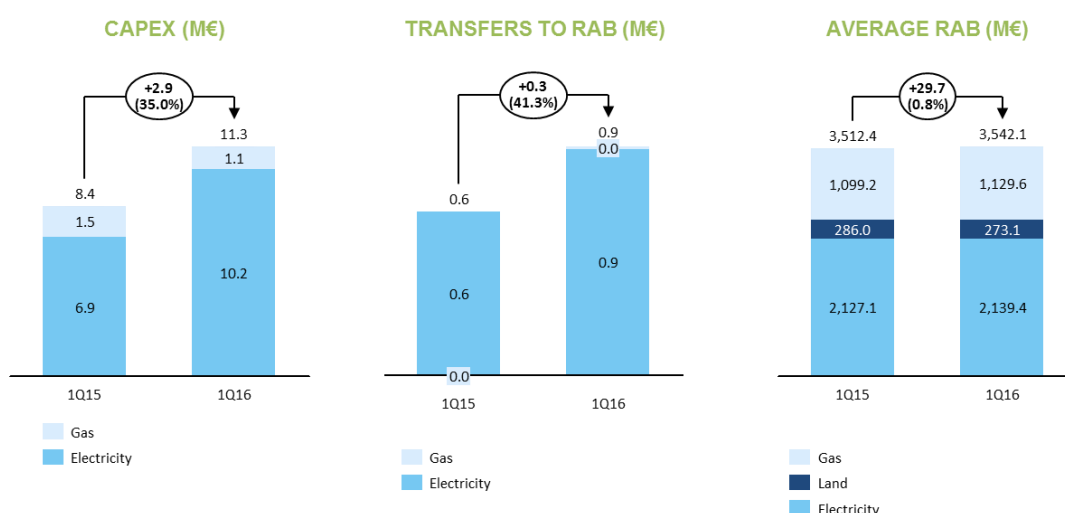
## 1.2 AVERAGE RAB AND INVESTMENT

In the first quarter of 2016, capex reached 11,3 million Euros, a 2,9 million Euros increase (+35,0%) when compared to the same period fo the previous year. This increase is explained by a 3,4 million Euros growth in electricity segment (+48,8%), slightly offset by the decrease of 0,4 million Euros in natural gas (-27,3%).

In electricity, the investment in the first quarter was 10,2 million Euros, with relevant projects such as the remodelling of Carregado substation c (1,6 million Euros), the new axis at 400kV between Porto and Minho regions (1,1 million Euros) and the construction of an injector in Fafe (1,0 million Euros).

In Natural Gas, the investment reached 1,1 million Euros, of which 0,9 million Euros in REN Gasodutos in small projects of which projects to meet European legislation demands, namely the project of Pipeline Management and Integrity (PIMS).

Transfers to RAB grew 0,3 million Euros (+41,3%), reaching 0,9 million Euros, while average RAB increased 29,7 million Euros (+0,8%) when compared to the 1<sup>st</sup> quarter of 2015, to 3.542,1 million Euros. The increase in average RAB is mostly explained by the evolution in Natural Gas segment, in which the average RAB grew 30,3 million Euros, driven by the acquisition of the NG underground storage assets to Galp in May 2015 (+66,7 million Euros on average RAB).





# **CONSOLIDATED FINANCIAL STATEMENTS**

**31 MARCH 2016**

## 2. CONSOLIDATED FINANCIAL STATEMENTS

### Consolidated statements of financial position as of 31 March 2016 and 31 December 2015

(Amounts expressed in thousands of Euros - tEuros)

|  | Note | Mar 2016         | Dec 2015         |
|--|------|------------------|------------------|
| <b>ASSETS</b>                                |      |                  |                  |
| <b>Non-current assets</b>                    |      |                  |                  |
| Property, plant and equipment                | 5    | 599              | 695              |
| Goodwill                                     |      | 3,774            | 3,774            |
| Intangible assets                            | 5    | 3,826,872        | 3,869,085        |
| Investments in associates and joint ventures | 6    | 14,885           | 14,588           |
| Available-for-sale financial assets          | 9    | 153,766          | 154,862          |
| Derivative financial instruments             | 11   | 15,653           | 10,157           |
| Other financial assets                       | 8    | 8                | 7                |
| Trade and other receivables                  | 10   | 91,932           | 133,676          |
| Deferred tax assets                          | 7    | 68,326           | 65,838           |
|  |      | <b>4,175,816</b> | <b>4,252,682</b> |
| <b>Current assets</b>                        |      |                  |                  |
| Inventories                                  |      | 2,926            | 2,985            |
| Trade and other receivables                  | 10   | 414,647          | 263,766          |
| Current income tax recoverable               | 7    | 5,358            | 5,358            |
| Other financial assets                       | 8    | 1,363            | 1,510            |
| Cash and cash equivalents                    | 12   | 77,086           | 63,652           |
|  |      | <b>501,380</b>   | <b>337,271</b>   |
| <b>Total assets</b>                          | 4    | <b>4,677,196</b> | <b>4,589,953</b> |
| <b>EQUITY</b>                                |      |                  |                  |
| <b>Shareholders equity:</b>                  |      |                  |                  |
| Share capital                                | 13   | 534,000          | 534,000          |
| Own shares                                   | 13   | (10,728)         | (10,728)         |
| Reserves                                     | 13   | 313,391          | 325,619          |
| Retained earnings                            |      | 312,368          | 196,253          |
| Other changes in equity                      |      | 30               | 30               |
| Net profit for the period                    |      | 6,084            | 116,115          |
| <b>Total equity</b>                          |      | <b>1,155,145</b> | <b>1,161,289</b> |
| <b>LIABILITIES</b>                           |      |                  |                  |
| <b>Non-current liabilities</b>               |      |                  |                  |
| Borrowings                                   | 14   | 1,874,907        | 1,891,245        |
| Liability for retirement benefits and others | 15   | 128,072          | 129,217          |
| Derivative financial instruments             | 11   | 12,945           | 8,426            |
| Provisions                                   | 16   | 5,692            | 5,717            |
| Trade and other payables                     | 17   | 333,911          | 332,232          |
| Deferred tax liabilities                     | 7    | 85,886           | 88,249           |
|  |      | <b>2,441,413</b> | <b>2,455,086</b> |
| <b>Current liabilities</b>                   |      |                  |                  |
| Borrowings                                   | 14   | 703,033          | 650,755          |
| Provisions                                   | 16   | 1,138            | 1,171            |
| Trade and other payables                     | 17   | 355,861          | 315,735          |
| Income tax payable                           | 7    | 16,159           | -                |
| Derivative financial instruments             | 11   | 4,448            | 5,918            |
|  |      | <b>1,080,638</b> | <b>973,579</b>   |
| <b>Total liabilities</b>                     | 4    | <b>3,522,051</b> | <b>3,428,664</b> |
| <b>Total equity and liabilities</b>          |      | <b>4,677,196</b> | <b>4,589,953</b> |

The accompanying notes form an integral part of the consolidated statement of financial position as of 31 March 2016.

THE ACCOUNTANT

THE BOARD OF DIRECTORS

## Consolidated statements of profit and loss for the three month periods ended 31 March 2016 and 2015

(Amounts expressed in thousands of Euros - tEuros)

|  | Note     | Mar 2016        | Mar 2015        |
|--|----------|-----------------|-----------------|
| Sales  | 4 and 18 | 95              | 62              |
| Services rendered                                | 4 and 18 | 135,159         | 132,004         |
| Revenue from construction of concession assets   | 4 and 19 | 11,325          | 8,370           |
| Gains from associates and joint ventures         | 6        | 297             | 212             |
| Other operating income                           | 20       | 5,065           | 25,315          |
| <b>Operating income</b>                          |          | <b>151,940</b>  | <b>165,964</b>  |
| Cost of goods sold                               |          | (114)           | (105)           |
| Cost with construction of concession assets      | 19       | (7,860)         | (4,693)         |
| External supplies and services                   | 21       | (6,697)         | (7,125)         |
| Personnel costs                                  | 22       | (12,445)        | (12,531)        |
| Depreciation and amortizations                   | 5        | (53,561)        | (51,926)        |
| Other expenses                                   | 23       | (3,565)         | (3,321)         |
| <b>Operating costs</b>                           |          | <b>(84,242)</b> | <b>(79,701)</b> |
| <b>Operating results</b>                         |          | <b>67,698</b>   | <b>86,263</b>   |
| Financial costs                                  | 24       | (26,555)        | (27,969)        |
| Financial income                                 | 24       | 2,987           | 3,621           |
| <b>Financial results</b>                         |          | <b>(23,568)</b> | <b>(24,348)</b> |
| <b>Profit before income taxes</b>                |          | <b>44,131</b>   | <b>61,915</b>   |
| Income tax                                       | 7        | (12,109)        | (16,166)        |
| Energy sector extraordinary contribution         | 25       | (25,938)        | (25,445) (a)    |
| <b>Net Profit for the period</b>                 |          | <b>6,084</b>    | <b>20,305</b>   |
| <b>Attributable to:</b>                          |          |                 |                 |
| Equity holders of the Company                    |          | 6,084           | 20,305          |
| Non-controlled interest                          |          | -               | -               |
| <b>Consolidated profit for the period</b>        |          | <b>6,084</b>    | <b>20,305</b>   |
| Earnings per share (expressed in euro per share) | 26       | 0.01            | 0.04            |

(a) Amount restated (Note 3)

The accompanying notes form an integral part of the consolidated statement of profit and loss for the three month period ended 31 March 2016.

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## Consolidated statements of comprehensive income for the three month periods ended 31 March 2016 and 2015

(Amounts expressed in thousands of Euros - tEuros)

|  | <u>Notes</u> | <u>Mar 2016</u>       | <u>Mar 2015</u>     |
|--|--------------|-----------------------|---------------------|
| <b>Net Profit for the year</b>   |              | <b>6,084</b>          | <b>20,305 (a)</b>   |
| <b>Other income and cost recorded in equity:</b>                           |              |                       |                     |
| <i>Items that will be reclassified subsequently to profit or loss:</i>     |              |                       |                     |
| Increase/(decrease) in hedging reserves - derivative financial instruments | 11           | (12,068)              | (4,572)             |
| Tax effect on hedging reserves   | 7 and 11     | 2,534                 | 960                 |
| Gain/(loss) in fair value reserve - available-for-sale assets              | 9            | (1,096)               | 4,173               |
| Tax effect on fair value reserves  | 7 and 9      | (1,598)               | (876)               |
| <i>Reclassification adjustments:</i>                                       |              |                       |                     |
| Gain/(loss) in fair value reserve - available-for-sale assets              | 9            | -                     | (20,083)            |
| Tax effect on fair value reserves  | 7 and 9      | -                     | 3,966               |
| <b>Comprehensive income for the year</b>                                   |              | <b><u>(6,144)</u></b> | <b><u>3,872</u></b> |
| <b>Attributable to:</b>  |              |                       |                     |
| Shareholders of the company  |              | (6,144)               | 3,872               |
| Non-controlling interests  |              | -                     | -                   |
|  |              | <b><u>(6,144)</u></b> | <b><u>3,872</u></b> |

(a) Amount restated (Note 3)

The accompanying notes form an integral part of the consolidated statement of comprehensive income for the three month period ended 31 March 2016.

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THE BOARD OF DIRECTORS

## Consolidated statements of changes in equity for the three month periods ended 31 March 2016 and 2015

(Amounts expressed in thousands of Euros - tEuros)

| Changes in the period                                       | Attributable to shareholders |                 |                |                             |                            |                |                         |                   |                       |                  |
|---|------------------------------|-----------------|----------------|-----------------------------|----------------------------|----------------|-------------------------|-------------------|-----------------------|------------------|
|   | Share capital                | Own shares      | Legal Reserve  | Fair Value reserve (Note 9) | Hedging reserves (Note 11) | Other reserves | Other changes in equity | Retained earnings | Profit for the period | Total            |
| <b>At 1 January 2015</b>                                    | <b>534,000</b>               | <b>(10,728)</b> | <b>97,295</b>  | <b>60,313</b>               | <b>(19,468)</b>            | <b>177,482</b> | <b>-</b>                | <b>183,896</b>    | <b>112,777</b>        | <b>1,135,567</b> |
| Net profit of the period and other comprehensive income (a) | -                            | -               | -              | (12,821)                    | (3,612)                    | -              | -                       | -                 | 20,305                | 3,872            |
| Transfer to other reserves                                  | -                            | -               | -              | -                           | -                          | -              | -                       | 112,777           | (112,777)             | -                |
| <b>At 31 March 2015</b>                                     | <b>534,000</b>               | <b>(10,728)</b> | <b>97,295</b>  | <b>47,492</b>               | <b>(23,080)</b>            | <b>177,482</b> | <b>-</b>                | <b>296,673</b>    | <b>20,305</b>         | <b>1,139,439</b> |
| <b>At 1 January 2016</b>                                    | <b>534,000</b>               | <b>(10,728)</b> | <b>102,608</b> | <b>54,489</b>               | <b>(8,960)</b>             | <b>177,482</b> | <b>30</b>               | <b>196,253</b>    | <b>116,115</b>        | <b>1,161,288</b> |
| Net profit of the period and other comprehensive income     | -                            | -               | -              | (2,694)                     | (9,533)                    | -              | -                       | -                 | 6,084                 | (6,144)          |
| Transfer to other reserves                                  | -                            | -               | -              | -                           | -                          | -              | -                       | 116,115           | (116,115)             | -                |
| <b>At 31 March 2016</b>                                     | <b>534,000</b>               | <b>(10,728)</b> | <b>102,608</b> | <b>51,795</b>               | <b>(18,493)</b>            | <b>177,482</b> | <b>30</b>               | <b>312,367</b>    | <b>6,084</b>          | <b>1,155,145</b> |

(a) Amount restated (Note 3)

The accompanying notes form an integral part of the consolidated statement of changes in equity for the three month period ended 31 March 2016.

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## Consolidated statements of cash flow for the three month periods ended 31 March 2016 and 2015

(Amounts expressed in thousands of Euros - tEuros)

|  | <u>Note</u> | <u>Mar 2016</u>        | <u>Mar 2015</u>        |
|--|-------------|------------------------|------------------------|
| <b>Cash flow from operating activities:</b>                      |             |                        |                        |
| Cash receipts from customers                                     |             | 415,581 (a)            | 632,332 (a)            |
| Cash paid to suppliers   |             | (317,002) (a)          | (495,572) (a)          |
| Cash paid to employees   |             | (14,232)               | (14,151)               |
| Income tax received/(paid)                                       |             | (47)                   | (299)                  |
| Other receipts/(payments) relating to operating activities       |             | (9,410)                | (41,101)               |
| <b>Net flows from operating activities (1)</b>                   |             | <b><u>74,890</u></b>   | <b><u>81,208</u></b>   |
| <b>Cash flow from investing activities:</b>                      |             |                        |                        |
| Receipts related to:   |             |                        |                        |
| Available-for-sale   | 9           | -                      | 63,278                 |
| Interests and other similar income                               |             | 3                      | 8                      |
| Dividends  |             | 1,206                  | 1,127                  |
| Payments related to:   |             |                        |                        |
| Property, plant and equipment                                    |             | (58)                   | (2)                    |
| Intangible assets  |             | (60,711)               | (69,061)               |
| <b>Net cash used in investing activities (2)</b>                 |             | <b><u>(59,560)</u></b> | <b><u>(4,651)</u></b>  |
| <b>Cash flow from financing activities:</b>                      |             |                        |                        |
| Receipts related to:   |             |                        |                        |
| Borrowings   |             | 1,150,000              | 842,000                |
| Interests and other similar income                               |             | -                      | 21                     |
| Payments related to:   |             |                        |                        |
| Borrowings   |             | (1,118,335)            | (846,955)              |
| Interests and other similar expense                              |             | (34,032)               | (33,559)               |
| <b>Net cash (used in)/from financing activities (3)</b>          |             | <b><u>(2,367)</u></b>  | <b><u>(38,492)</u></b> |
| Net (decrease)/increase in cash and cash equivalents (1)+(2)+(3) |             | 12,963                 | 38,065                 |
| Cash and cash equivalents at de beginning of the year            | 12          | 63,539                 | 112,599                |
| Cash and cash equivalents at the end of the period               | 12          | 76,502                 | 150,665                |
| <b>Detail of cash and cash equivalents</b>                       |             |                        |                        |
| Cash   | 12          | 21                     | 22                     |
| Bank overdrafts  | 12          | (584)                  | (506)                  |
| Bank deposits  | 12          | 77,065                 | 151,149                |
|  |             | <b><u>76,502</u></b>   | <b><u>150,665</u></b>  |

(a) These amounts include payments and receipts relating to activities in which the Group acts as agent, income and costs being reversed in the consolidated statement of profit and loss.

The accompanying notes form an integral part of the consolidated statement of cash flow for the three month period ended 31 March 2016.

THE ACCOUNTANT

THE BOARD OF DIRECTORS

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### 3. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE MONTH PERIOD ENDED 31 MARCH 2016

(Translation of notes originally issued in Portuguese - Note 31)

#### 1 GENERAL INFORMATION

REN - Redes Energéticas Nacionais, SGPS, S.A. (referred to in this document as “REN” or “the Company” together with its subsidiaries, referred to as “the Group” or “the REN Group”), with head office in Avenida Estados Unidos da América, 55 - Lisbon, was formed from the spin-off of the EDP Group, in accordance with Decree-Laws 7/91 of 8 January and 131/94 of 19 May, approved by the Shareholders’ General Meeting held on 18 August 1994, with the objective of ensuring the overall management of the Public Electric Supply System (PES).

Up to 26 September 2006 the REN Group’s operations were concentrated on the electricity business through REN - Rede Eléctrica Nacional, S.A.. On 26 September 2006, as a result of the unbundling transaction of the natural gas business, the Group underwent a significant change with the purchase of assets and financial participations relating to the transport, storage and re-gasification of natural gas activities, comprising a new business.

In the beginning of 2007 the Company was transformed into a holding company and, after the transfer of the electricity business to a new company formed on 26 September 2006, named REN - Serviços de Rede, S.A., changed its name to REN - Rede Eléctrica Nacional, S.A..

The Group presently has two main business areas, Electricity and Gas, and a secondary business, in the area of Telecommunications.

The Electricity business includes the following companies:

a) REN - Rede Eléctrica Nacional, S.A., founded on 26 September 2006, the activities of which are carried out under a concession contract for a period of 50 years as from 2007 and establishes the global management of the Public Electricity Supply System (PES);

b) REN Trading, S.A., founded on 13 June 2007, the main function of which is the management of power purchase agreements (“PPA”) from Turbogás, S.A. and Tejo Energia, S.A., which did not terminate on 30 June 2007, date of the entry into force of the new Maintenance of Contractual Equilibrium Contracts (Contratos para a Manutenção do Equilíbrio Contratual - CMEC). The operations

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of this company include the trading of electricity produced and of the installed production capacity, with national and international distributors;

c) Enondas, Energia das Ondas, S.A. was founded on 14 October 2010, its capital being fully held by REN - Redes Energéticas Nacionais, SGPS, S.A., its main activity being management of the concession to operate a pilot area for the production of electricity from sea waves.

The Gas business includes the following companies:

a) REN Gás, S.A., was founded on 29 March 2011, with the corporate objectives of promoting, developing and carrying out projects and developments in the natural gas sector, as well as defining the overall strategy and coordination of the companies in which has participations;

b) REN Gasodutos, S.A. was founded on 26 September 2006, the capital of which was paid up through integration into the company of the gas transport infrastructures (network, connections, and compression);

c) REN Armazenagem, S.A. was founded on 26 September 2006, the capital of which was paid up through integration into the company of the underground gas storage assets;

d) REN Atlântico, Terminal de GNL, S.A., acquired under the acquisition of the gas business, previously designated “SGNL - Sociedade Portuguesa de Gás Natural Liquefeito”. The operations of this company consist of the supply, reception, storage and re-gasification of natural liquefied gas through the GNL marine terminal, being responsible for the construction, utilisation and maintenance of the necessary infrastructures.

The operations of these companies mentioned in points b) to d) are carried out under three concession contracts granted separately for periods of 40 years as from 2006.

The telecommunications business is managed by RENTELECOM Comunicações, S.A., the operations of which consist of the establishment, management and utilization of telecommunications systems and infrastructures, supplying communications services and optimizing the excess capacity of the fibre optics belonging to the REN Group.



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REN SGPS also has the wholly owned subsidiary REN - Serviços, S.A., which has the objective of rendering services in the energetic areas and general services on the support of the business development, for related companies and third parties, receiving remuneration for these services, as well as the management of participations the company has in other companies.

On 10 May 2013 was incorporated REN Finance, B.V., wholly owned by REN SGPS, based in Netherlands, whose object is to participate, finance, collaborate and lead the management of related companies.

Additionally on 24 May 2013, together with China Electric Power Research Institute, Entity of the State Grid Group, was incorporated the Centro de Investigação em Energia REN - State Grid, S.A. ("Centro de Investigação") under a Joint Venture in which the Group holds 1,500,000 shares representing 50% of the share capital.

The objective of this company is to implement a Center for Research and Development in Portugal, dedicated to the research, development, innovation and demonstration in the areas of electricity transmission and systems management, the rendering of advisory services and education and training services as part of these activities, as well as performing all related activities and complementary services to its object.

As of 31 March 2016 REN has also:

- a) 40% interests in the share capital of OMIP - Operador do Mercado Ibérico (Portugal), SGPS, S.A. ("OMIP SGPS"), having as its corporate object the management of participations in other companies as an indirect way of exercising economic activities. The company is shareholder, among others, of OMIP - Pólo Português, SGMR, S.A ("OMIP"), which function is the management of the derivatives market in MIBEL and Omiclear - Sociedade de Compensação de Mercados de Energia, S.A. a company owned by the OMIP and which has the corporate object of clearing futures and options operations;
- b) Two participations of 10% each: (i) (i) interest in the share capital of OMEL - Operador do Mercado Ibérico de Energia, S.A., the Spanish pole of the Sole Operator; and (ii) interest in the share capital of Coreso, S.A. ("Coreso"), entity that assists the European transmission system operators ("TSO") in coordination and security activities to ensure the safety of electricity supply in Europe;

- c) One participation of 1% in the share capital of Red Electrica Corporation, S.A. (“REE”), entity responsible for managing the electric network in Spain;
- d) One participation representing 8% of the share capital in Medgrid, SAS; and 7.5% participation in Hidroeléctrica de Cahora Bassa, S.A. (“HCB”).

## 1.1 Companies included in the consolidation

The following companies were included in the consolidation perimeter as of 31 March 2016 and 31 December 2015:

| Designation / adress  | Activity  | Mar 2016 |            | Dec 2015 |            |
|---|---|----------|------------|----------|------------|
|   |   | % Owned  |            | % Owned  |            |
|   |   | Group    | Individual | Group    | Individual |
| <b>Parent company:</b>  |   |          |            |          |            |
| REN - Redes Energéticas Nacionais, SGPS, S.A.                                     | Holding company   | -        | -          | -        | -          |
| <b>Subsidiaries:</b>  |   |          |            |          |            |
| <b>Electricity segment:</b>   |   |          |            |          |            |
| REN - Rede Electrica Nacional, S.A.<br>Av. Estados Unidos da América, 55 - Lisboa | National electricity transmission network operator (high and very high tension)                             | 100%     | 100%       | 100%     | 100%       |
| REN Trading, S.A.<br>Praça de Alvalade, nº7 - 12º Dto - Lisboa                    | Purchase and sale, import and export of electricity and natural gas   | 100%     | 100%       | 100%     | 100%       |
| Enondas-Energia das Ondas, S.A.<br>Mata do Urso - Guarda Norte - Carriço- Pombal  | Management of the concession to operate a pilot area for the production of electric energy from ocean waves | 100%     | 100%       | 100%     | 100%       |
| <b>Telecommunications segment:</b>  |   |          |            |          |            |
| RENTELECOM - Comunicações S.A.<br>Av. Estados Unidos da América, 55 - Lisboa      | Telecommunications network operation  | 100%     | 100%       | 100%     | 100%       |
| <b>Other segments:</b>  |   |          |            |          |            |
| REN - Serviços, S.A.<br>Av. Estados Unidos da América, 55 - Lisboa                | Back office and management of participations  | 100%     | 100%       | 100%     | 100%       |
| REN Finance, B.V.<br>De Cuserstraat, 83, 1081 CN Amsterdam, The Netherlands       | Participate, finance, collaborate, conduct management of companies related to REN Group.                    | 100%     | 100%       | 100%     | 100%       |
| <b>Natural gas segment:</b>   |   |          |            |          |            |
| REN Atlântico , Terminal de GNL, S.A.<br>Terminal de GNL - Sines                  | Liquefied Natural Gas Terminal maintenance and regasification operation                                     | 100%     | 100%       | 100%     | 100%       |
| <b>Owned by REN Serviços, S.A.:</b>   |   |          |            |          |            |
| REN Gás, S.A.<br>Av. Estados Unidos da América, 55 -12º - Lisboa                  | Management of projects and ventures in the natural gas sector   | 100%     | -          | 100%     | -          |
| <b>Owned by REN Gas, S.A.:</b>  |   |          |            |          |            |
| REN - Armazenagem, S.A.<br>Mata do Urso - Guarda Norte - Carriço- Pombal          | Underground storage development, maintenance and operation  | 100%     | -          | 100%     | -          |
| REN - Gasodutos, S.A.<br>Estrada Nacional 116, km 32,25 - Vila de Rei - Bucelas   | National Natural Gas Transport operator and natural gas overall manager                                     | 100%     | -          | 100%     | -          |

There were no changes in the consolidation perimeter in 2016 with respect to what was reported on 31 December 2015.

## **1.2. Approval of the consolidated financial statements**

These consolidated financial statements were approved by the Board of Directors at a meeting held on 13 May 2016. The Board of Directors believes that the consolidated financial statements fairly present the financial position of the companies included in the consolidation, the consolidated results of their operations, their consolidated comprehensive income, the consolidated changes in their equity and their consolidated cash flows in accordance with the International Financial Reporting Standards for interim financial statements as endorsed by the European Union (IAS 34).

## **2 BASIS OF PRESENTATION**

The consolidated financial statements for the three month period ended 31 March 2016 were prepared in accordance with International Financial Reporting Standards (IFRS) for interim financial reporting as endorsed by the European Union (IAS 34), therefore do not include all information required for annual financial statements so should be read in conjunction with the annual financial statements issued for the year ended 31 December 2015.

The consolidated financial statements are presented in thousands of Euros - tEuros, rounded to the nearest thousand.

## **3 MAIN ACCOUNTING POLICIES**

The consolidated financial statements were prepared for interim financial reporting purposes (IAS 34), on a going concern basis from the books and accounting records of the companies included in the consolidation, maintained in accordance with the accounting standards in force in Portugal, adjusted in the consolidation process so that the financial statements are presented in accordance with International Financial Reporting Standards as endorsed by the European Union in force for the years beginning as from 1 January 2016.

Such standards include International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board (“IASB”), International Accounting Standards (IAS), issued by the International Accounting Standards Committee (“IASC”) and respective SIC and IFRIC interpretations, issued by the International Financial Reporting Interpretation Committee (“IFRIC”) and Standard Interpretation Committee (“SIC”), that have been endorsed by the European Union. The standards and interpretations are hereinafter referred generically to as IFRS.

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The accounting policies used to prepare these consolidated financial statements are consistent in all material respects, with the policies used to prepare the consolidated financial statements for the year ended 31 December 2015, as explained in the notes to the consolidated financial statements for 2015. These policies were applied consistently in the presented periods.

***IFRIC 21 - Levies***

IFRIC 21 - Levies is an interpretation of IAS 37 - Provisions, Contingent Liabilities and Contingent Assets and provides guidance on the timing of the recognition of a liability for a levy imposed by a government as a result of a specific event, when the payment is not made as result of the rendering of services or the sale of goods.

As a result of an accounting standard of the market regulator - Comissão do Mercado de Valores Mobiliários ("CMVM") regarding the accounting treatment of the Energy Sector Extraordinary Contribution ("ESEC"), REN has recognized in the consolidated income statement the total expenditure and respective liability, in 1 of January, instead of deferring these recognition during the year.

Consequently, the consolidated financial statements for the three month period ended 31 March 2015, presented for comparative purposes, have been restated to include the same recognition criteria, having as effect an increase in the caption "Energy sector extraordinary contribution" (and therefore a decrease in the net profit for the three month period ended 31 March 2015), against the caption of "Deferrals", amounting to 19,085 thousand Euros.

It is important to note that the application of this interpretation does not affect the amounts reported in the annual consolidated financial statements, but only the interim consolidated financial statements.

**Adoption of new standards, interpretations, amendments and revisions**

The following standards, interpretations, amendments and revisions have been endorsed by the European Union with mandatory application in the economic exercises beginning on or after 1 January 2016:

- Annual improvements to IFRS (2010-2012 cycle) (amendment) - cyclically are introduced improvements which aim to clarify and simplify the application of international standards.

The amendments of the 2010-2012 cycle focused on the review, namely of, IAS 16 (clarifies the accounting treatment to apply when the entity adopts the revaluation method in the subsequent measurement of property, plant and equipment, IFRS 3 (clarification of some aspects in the record of a contingent payment included in a business combination) and IFRS 8 (introduces new disclosure requirements: (i) management judgment for aggregation of operating segments, and (ii) reconciliation of segment assets and the assets of the company). From the adoption of these amendments no significant impacts on REN's consolidated financial statements occurred.

- IAS 19 "Employee Benefits" (amendment) - This amendment clarifies the circumstances under which employee contributions for post-employment benefit plans reduce the costs with short-term benefits.

From the adoption of this amendment no significant impacts on REN's consolidated financial statements occurred.

- IAS 1 - Presentation of financial statements (amendment) - This amendment is part of an ample reform project of the principles and requirements of presentation and disclosure of financial reporting (Disclosure initiative), being this review the first step of this project. Therefore, this amendment shall amend a set of disclosures contained in IAS 1.

From the adoption of this amendment no significant impacts on REN's consolidated financial statements occurred.

- Annual improvements to IFRS (2012-2014 cycle) (amendment) - Improvements to clarify and simplify the international financial reporting are introduced cyclically. As part of the cyclical review carried out for the period 2012-2014 the following standards have been changed: IFRS 5 (clarifies that the reclassification of Assets for distribution to owners to Assets held for sale, or otherwise, does not qualify as an amendment to the initial plan to sell); IFRS 7 (this amendment inserts additional information on the concept of continued involvement); IAS 19 (clarifies the discount rate calculation, specifying that the calculation must be determined by reference to high quality bonds); and IAS 34 (clarifies how disclosures should be presented in the interim financial reporting).

From the adoption of these amendments no significant impacts on REN's consolidated financial statements occurred.

- IAS 27 - Separate Financial Statements (amendment) - This amendment intends to restore the equity method as an investment accounting option in subsidiaries, joint ventures and associates in the separate financial statements of an entity that presents consolidated financial statements.

From the adoption of this amendment no significant impacts on REN's consolidated financial statements occurred.

- IAS 16 - Property, Plant and Equipment and IAS 41 - Agriculture (amendment) - This amendment will change the method of measurement of biological assets, specifically those used in the production of agricultural products. In this sense, it is allowed the option to measure these biological assets under IAS 16 using the cost method to the detriment of fair value.

From the adoption of these amendments no significant impacts on REN's consolidated financial statements occurred.

- IAS 16 - Property, Plant and Equipment and IAS 38 - Intangible Assets (amendment) - The amendments clarify which methods of depreciation of property, plant and equipment and intangible assets are allowed.

From the adoption of these amendments no significant impacts on REN's consolidated financial statements occurred.

- IFRS 11 - Joint Arrangements (amendment) - This amendment requires the purchaser of an interest in a joint operation, in which the operation is a business (as defined in IFRS 3 - Business combinations): (i) apply all the accounting principles in business combination set out in IFRS 3 and other IFRS, with the exception of principles that conflict with the guidance of IFRS 11 and (ii) disclose the information required by IFRS 3 and other IFRS for business combinations.

From the adoption of these amendments no significant impacts on REN's consolidated financial statements occurred.

## Standards and interpretations, amended or revised not endorsed by the European Union

The following standards, interpretations, amendments and revisions, with mandatory application in future years, were not, until the date of preparation of these consolidated financial statements, been endorsed by the European Union:

| Standard   | Applicable for financial years beginning on or after | Resume   |
|--|--|--|
| IFRS 9 - Financial instruments   | 01-Jan-18  | This standard sets out requirements for the classification and mensuration of financial instruments and for the application of hedge accounting.   |
| IFRS 14 - Regulatory deferral accounts   | 01-Jan-16  | IFRS 14 establish the requirements for reporting by entities adopting IFRS for the first time the normative applicable to regulatory items, allowing the continuation of previous generally accepted accounting principle for the recognition, measurement, impairment, and derecognition of regulatory deferral balances. IFRS requires the presentation of regulatory deferral balances recognized separately from other assets and liabilities as well as expenses and income.  |
| IFRS 15 - Revenue from Contracts with Customers  | 01-Jan-18  | This standard intended to replace the revenue standards (IAS 11 and IAS 18) and clarifies the principles of revenue recognition, consistently making its application to various transactions and economic activities.  |
| IFRS 16 - Leases   | 01-Jan-19  | This standard intended to replace the leases standards (IAS 17, IFRIC 4, SIC-15 and SIC-27) and clarifies the principles of recognition, measurement, presentation and disclosure.   |
| Amendments to IFRS 10 - Consolidated financial statements, IFRS 12 - Disclosure of investments in other entities and IAS 28 - Investments in associates and joint ventures | 01-Jan-16  | These amendments include the clarification of several aspects related to the application of the exception consolidation by investment entities.  |
| Amends to IFRS 10 - Consolidated financial statements and IAS 28 - Investments in associates and joint ventures  | -  | The amendments results from an inconsistency between the requirements in IFRS 10 and IAS 28 (2011) in recognition of the gain from sale of a subsidiary (with loss of control) to an acquirer which is simultaneously an associated company or joint venture of the investor. This amendment establish that the gain should, on one hand, be recognized in full when the assets transferred meet the definition of a Business, under IFRS 3, and on the other hand, recognize only the partial gain resulting from the sale or contribution of assets that do not constitute a business. |
| Amendments to IAS 12 - Recognition of Deferred Tax Assets for Unrealised Losses  | 01-Jan-17  | The objective of this project is to clarify the accounting for deferred tax assets for unrealised losses on debt instruments measured at fair value.   |
| Amendments to IAS 7 - Statement of Cash Flows  | 01-Jan-17  | The objective of the amendments, which is part of an extensive project to reform the principles and requirements of presentation and disclosure of financial reporting (disclosure initiative), is to enable users of financial statements to evaluate changes in liabilities arising from financing activities. For this purpose, the amendment establishes additional requirements for disclosure for financing activities.  |
| Clarifications to IFRS 15 - Revenue from contracts with customers  | 01-Jan-18  | The amendments intend to clarify how the principles set up in IFRS 15 should be applied.   |

These standards were not yet endorsed by the European Union and, as such, were not adopted by the group in the period ended 31 March 2016.

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## 4 SEGMENT REPORTING

The REN Group is organised in two main business segments, Electricity and Gas, and one secondary segment. The electricity segment includes the transmission of electricity in very high voltage, overall management of the public electricity system and management of the power purchase agreements (PPA) not terminated at 30 June 2007 and the pilot zone for electricity production from sea waves. The gas segment includes high pressure gas transmission and overall management of the national natural gas supply system, as well as the operation of regasification at the LNG Terminal and the underground storage of natural gas.

Although the activities of the LNG Terminal and underground storage can be seen as separate from the transport of gas and overall management of the national natural gas supply system, since these operations provide complementary services to same users, it was considered that it is subject to the same risks and benefits.

The telecommunications segment is presented separately although it does not qualify for disclosure.

Management of external loans are centrally managed by REN SGPS, S.A. for which the Company choose to present the assets and liabilities separate from its eliminations that are undertaken in the consolidation process, as used by the main responsible operating decision maker.



The results by segment for the three month period ended 31 March 2016 were as follows:

|  | Electricity    | Gas            | Telecommunications | Others         | Eliminations   | Group           |
|--|----------------|----------------|--------------------|----------------|----------------|-----------------|
| <b>Sales and services provided</b>                       | <b>90,712</b>  | <b>42,945</b>  | <b>1,374</b>       | <b>8,135</b>   | <b>(7,913)</b> | <b>135,253</b>  |
| Inter-segments   | 183            | 101            | 15                 | 7,614          | (7,913)        | -               |
| Revenues from external customers                         | 90,529         | 42,844         | 1,358              | 522            | -              | 135,253         |
| <b>Revenue from construction of concession assets</b>    | <b>10,226</b>  | <b>1,099</b>   | <b>-</b>           | <b>-</b>       | <b>-</b>       | <b>11,325</b>   |
| <b>Cost with construction of concession assets</b>       | <b>(7,184)</b> | <b>(676)</b>   | <b>-</b>           | <b>-</b>       | <b>-</b>       | <b>(7,860)</b>  |
| <b>Gains/(losses) from associates and joint ventures</b> | <b>-</b>       | <b>-</b>       | <b>-</b>           | <b>297</b>     | <b>-</b>       | <b>297</b>      |
| <b>External supplies and services</b>                    | <b>(8,145)</b> | <b>(5,079)</b> | <b>(385)</b>       | <b>(2,499)</b> | <b>9,411</b>   | <b>(6,697)</b>  |
| <b>Employee compensation and benefit expense</b>         | <b>(5,270)</b> | <b>(1,963)</b> | <b>(59)</b>        | <b>(5,152)</b> | <b>-</b>       | <b>(12,445)</b> |
| <b>Other expenses and operating income</b>               | <b>2,682</b>   | <b>344</b>     | <b>(57)</b>        | <b>(85)</b>    | <b>(1,498)</b> | <b>1,386</b>    |
| <b>Operating cash flow</b>                               | <b>83,020</b>  | <b>36,671</b>  | <b>872</b>         | <b>696</b>     | <b>-</b>       | <b>121,259</b>  |
| <b>Non reimbursable expenses</b>                         |                |                |                    |                |                |                 |
| Depreciation and amortizations                           | (38,586)       | (14,915)       | (0)                | (59)           | -              | (53,561)        |
| <b>Financial results</b>                                 |                |                |                    |                |                |                 |
| Financial income   | 4              | 3,687          | 10                 | 42,127         | (42,842)       | 2,987           |
| Financial costs  | (18,263)       | (8,711)        | (1)                | (42,421)       | 42,842         | (26,555)        |
| <b>Profit before income tax</b>                          | <b>26,175</b>  | <b>16,731</b>  | <b>882</b>         | <b>343</b>     | <b>-</b>       | <b>44,131</b>   |
| Income tax expense                                       | (7,521)        | (4,445)        | (199)              | 56             | -              | (12,109)        |
| Extraordinary contribution on energy sector              | (18,302)       | (7,635)        | -                  | -              | -              | (25,938)        |
| <b>Profit for the period</b>                             | <b>352</b>     | <b>4,651</b>   | <b>683</b>         | <b>398</b>     | <b>-</b>       | <b>6,084</b>    |

Results by segment for the three month period ended 31 March 2015 were as follows:

|  | Electricity    | Gas            | Telecommunications | Others         | Eliminations   | Group           |
|--|----------------|----------------|--------------------|----------------|----------------|-----------------|
| <b>Sales and services provided</b>                       | <b>88,397</b>  | <b>42,156</b>  | <b>1,272</b>       | <b>9,880</b>   | <b>(9,638)</b> | <b>132,066</b>  |
| Inter-segments   | 150            | 111            | 15                 | 9,362          | (9,638)        | -               |
| Revenues from external customers                         | 88,247         | 42,044         | 1,257              | 518            | -              | 132,066         |
| <b>Revenue from construction of concession assets</b>    | <b>6,872</b>   | <b>1,498</b>   | <b>-</b>           | <b>-</b>       | <b>-</b>       | <b>8,370</b>    |
| <b>Cost with construction of concession assets</b>       | <b>(3,773)</b> | <b>(920)</b>   | <b>-</b>           | <b>-</b>       | <b>-</b>       | <b>(4,693)</b>  |
| <b>Gains/(losses) from associates and joint ventures</b> | <b>-</b>       | <b>-</b>       | <b>-</b>           | <b>212</b>     | <b>-</b>       | <b>212</b>      |
| <b>External supplies and services</b>                    | <b>(8,739)</b> | <b>(5,729)</b> | <b>(420)</b>       | <b>(5,040)</b> | <b>12,803</b>  | <b>(7,125)</b>  |
| <b>Employee compensation and benefit expense</b>         | <b>(5,451)</b> | <b>(1,866)</b> | <b>(65)</b>        | <b>(5,149)</b> | <b>-</b>       | <b>(12,531)</b> |
| <b>Other expenses and operating income</b>               | <b>4,007</b>   | <b>394</b>     | <b>(2)</b>         | <b>20,654</b>  | <b>(3,164)</b> | <b>21,889</b>   |
| <b>Operating cash flow</b>                               | <b>81,314</b>  | <b>35,533</b>  | <b>785</b>         | <b>20,558</b>  | <b>-</b>       | <b>138,190</b>  |
| <b>Non reimbursable expenses</b>                         |                |                |                    |                |                |                 |
| Depreciation and amortizations                           | (37,661)       | (14,208)       | (3)                | (55)           | -              | (51,926)        |
| Impairments  | -              | -              | -                  | -              | -              | -               |
| <b>Financial results</b>                                 |                |                |                    |                |                |                 |
| Financial income   | 33             | 3,478          | 22                 | 44,619         | (44,530)       | 3,621           |
| Financial costs  | (18,378)       | (8,606)        | -                  | (45,515)       | 44,530         | (27,969)        |
| <b>Profit before income tax</b>                          | <b>25,309</b>  | <b>16,196</b>  | <b>804</b>         | <b>19,607</b>  | <b>-</b>       | <b>61,915</b>   |
| Income tax expense                                       | (7,318)        | (4,572)        | (207)              | (4,069)        | -              | (16,166)        |
| Extraordinary contribution on energy sector              | (18,203)       | (7,242)        | -                  | -              | -              | (25,445) (a)    |
| <b>Profit for the period</b>                             | <b>(212)</b>   | <b>4,382</b>   | <b>597</b>         | <b>15,538</b>  | <b>-</b>       | <b>20,305</b>   |

(a) Amount restated (Note 3)

Inter-segment transactions are carried out under normal market conditions, equivalent to transactions with third parties.

Revenue included in the segment "Others" is essentially related to the services provided by the management, consultancy and *back office* to Group entities as well as third parties.

Assets and liabilities by segment as well as capital expenditures for the three month period ended 31 March 2016 were as follows:

|  | Electricity      | Gas              | Telecommunications | Others           | Eliminations       | Group            |
|--|------------------|------------------|--------------------|------------------|--------------------|------------------|
| <b>Segment assets</b>  |                  |                  |                    |                  |                    |                  |
| Group investments held                                       | -                | 507,738          | -                  | 1,297,985        | (1,805,724)        | -                |
| Property, plant and equipment and intangible assets          | 2,619,452        | 1,207,469        | 0                  | 550              | -                  | 3,827,471        |
| Other assets   | 588,304          | 512,905          | 7,558              | 4,301,337        | (4,560,378)        | 849,725          |
| <b>Total assets</b>  | <b>3,207,756</b> | <b>2,228,112</b> | <b>7,558</b>       | <b>5,599,872</b> | <b>(6,366,102)</b> | <b>4,677,196</b> |
| <b>Total liabilities</b>                                     | <b>2,669,578</b> | <b>1,069,511</b> | <b>5,392</b>       | <b>4,337,948</b> | <b>(4,560,378)</b> | <b>3,522,051</b> |
| <b>Capital expenditure - total</b>                           | <b>10,237</b>    | <b>1,088</b>     | -                  | -                | -                  | <b>11,325</b>    |
| Capital expenditure - property, plant and equipment (note 5) | -                | -                | -                  | -                | -                  | -                |
| Capital expenditure - intangible assets (note 5)             | 10,237           | 1,088            | -                  | -                | -                  | 11,325           |
| <b>Investments in associates</b>                             | -                | -                | -                  | 12,616           | -                  | 12,616           |
| <b>Investments in joint ventures</b>                         | -                | -                | -                  | 2,269            | -                  | 2,269            |

Assets and liabilities by segment as well as capital expenditures for the year ended 31 December 2015 were as follows:

|  | Electricity      | Gas              | Telecommunications | Others           | Eliminations       | Group            |
|--|------------------|------------------|--------------------|------------------|--------------------|------------------|
| <b>Segment assets</b>  |                  |                  |                    |                  |                    |                  |
| Group investments held                                       | -                | 536,982          | -                  | 1,495,291        | (2,032,272)        | -                |
| Property, plant and equipment and intangible assets          | 2,647,770        | 1,221,372        | 0                  | 637              | -                  | 3,869,780        |
| Other assets   | 454,256          | 508,041          | 6,891              | 4,162,452        | (4,411,466)        | 720,173          |
| <b>Total assets</b>  | <b>3,102,026</b> | <b>2,266,396</b> | <b>6,891</b>       | <b>5,658,379</b> | <b>(6,219,557)</b> | <b>4,589,953</b> |
| <b>Total liabilities</b>                                     | <b>2,513,407</b> | <b>1,050,103</b> | <b>2,991</b>       | <b>4,273,631</b> | <b>(4,411,466)</b> | <b>3,428,664</b> |
| <b>Capital expenditure - total</b>                           | <b>148,182</b>   | <b>91,887</b>    | -                  | <b>295</b>       | -                  | <b>240,364</b>   |
| Capital expenditure - property, plant and equipment (note 5) | 67               | -                | -                  | 295              | -                  | 362              |
| Capital expenditure - intangible assets (note 5)             | 148,114          | 91,887           | -                  | -                | -                  | 240,002          |
| <b>Investments in associates</b>                             | -                | -                | -                  | 12,395           | -                  | 12,395           |
| <b>Investments in joint ventures</b>                         | -                | -                | -                  | 2,193            | -                  | 2,193            |

The liabilities included in the segment “Others” are essentially related to external borrowings obtained directly by REN SGPS, S.A. and REN Finance, B.V. for financing the several activities of the Group.

The captions of the statement of financial position and profit and loss for each segment result of the amounts considered directly in the individual financial statements of each company that belongs to the Group included in the perimeter of each segment, corrected with the reversal of the intra-segment transactions.

## 5 INTANGIBLE ASSETS AND PROPERTY, PLANT AND EQUIPMENT

During the three month period ended 31 March 2016, the changes in intangible assets and property, plant and equipment in the period were as follows:

|   | 1 January 2016                       |                          |                  | Changes       |                          |            |                     |  | 31 March 2016    |                          |                  |
|---|--------------------------------------|--------------------------|------------------|---------------|--------------------------|------------|---------------------|--|------------------|--------------------------|------------------|
|   | Cost                                 | Accumulated depreciation | Net book value   | Additions     | Disposals and write-offs | Transfers  | Depreciation charge | Depreciation - disposals, write-offs and other reclassifications | Cost             | Accumulated depreciation | Net book value   |
|   | <b>Property, plant and equipment</b> |                          |                  |               |                          |            |                     |  |                  |                          |                  |
| Transmission and electronic equipment                               | 103                                  | (103)                    | -                | -             | -                        | -          | -                   | -  | 103              | (103)                    | -                |
| Buildings and other construction                                    | 27                                   | (4)                      | 23               | -             | -                        | -          | (1)                 | -  | 27               | (4)                      | 23               |
| Transport equipment   | 1,038                                | (469)                    | 569              | -             | (28)                     | -          | (53)                | -  | 1,010            | (522)                    | 488              |
| Office equipment  | 302                                  | (201)                    | 102              | -             | (3)                      | -          | (14)                | 3  | 300              | (211)                    | 88               |
|   | <u>1,470</u>                         | <u>(776)</u>             | <u>695</u>       | <u>-</u>      | <u>(31)</u>              | <u>-</u>   | <u>(68)</u>         | <u>3</u>   | <u>1,439</u>     | <u>(841)</u>             | <u>599</u>       |
|   | 1 January 2016                       |                          |                  | Changes       |                          |            |                     |  | 31 March 2016    |                          |                  |
|   | Cost                                 | Accumulated amortization | Net book value   | Additions     | Disposals and write-offs | Transfers  | Amortization charge | Amortization - disposals, write-offs and other reclassifications | Cost             | Accumulated amortization | Net book value   |
| <b>Intangible assets</b>  |                                      |                          |                  |               |                          |            |                     |  |                  |                          |                  |
| Concession assets   | 7,212,146                            | (3,404,818)              | 3,807,329        | 172           | (288)                    | 705        | (53,493)            | 243  | 7,212,735        | (3,458,068)              | 3,754,667        |
| Concession assets in progress                                       | 61,756                               | -                        | 61,756           | 11,154        | -                        | (705)      | -                   | -  | 72,205           | -                        | 72,205           |
|   | <u>7,273,902</u>                     | <u>(3,404,818)</u>       | <u>3,869,085</u> | <u>11,325</u> | <u>(288)</u>             | <u>(0)</u> | <u>(53,493)</u>     | <u>243</u>   | <u>7,284,940</u> | <u>(3,458,068)</u>       | <u>3,826,871</u> |
| <b>Total of property, plant and equipment and intangible assets</b> | <u>7,275,373</u>                     | <u>(3,405,593)</u>       | <u>3,869,779</u> | <u>11,325</u> | <u>(319)</u>             | <u>(0)</u> | <u>(53,561)</u>     | <u>245</u>   | <u>7,286,379</u> | <u>(3,458,909)</u>       | <u>3,827,471</u> |

During the year ended 31 December 2015, the changes in intangible assets and property, plant and equipment in the year were as follows:

|   | 1 January 2015          |                           |                         | Changes               |                          |                 |                         |  | 31 December 2015        |                           |                         |
|---|-------------------------|---------------------------|-------------------------|-----------------------|--------------------------|-----------------|-------------------------|--|-------------------------|---------------------------|-------------------------|
|   | Cost                    | Accumulated depreciation  | Net book value          | Additions             | Disposals and write-offs | Transfers       | Depreciation charge     | Depreciation - disposals, write-offs and other reclassifications | Cost                    | Accumulated depreciation  | Net book value          |
| <b>Property, plant and equipment</b>                                |                         |                           |                         |                       |                          |                 |                         |  |                         |                           |                         |
| Transmission and electronic equipment                               | 103                     | (100)                     | 2                       | -                     | -                        | -               | (2)                     | -  | 103                     | (103)                     | -                       |
| Buildings and other construction                                    | -                       | -                         | -                       | 27                    | -                        | -               | (4)                     | -  | 27                      | (4)                       | 23                      |
| Transport equipment   | 1,330                   | (746)                     | 585                     | 267                   | (559)                    | -               | (217)                   | 493  | 1,038                   | (469)                     | 569                     |
| Office equipment  | 257                     | (162)                     | 95                      | 68                    | (23)                     | -               | (54)                    | 15   | 302                     | (201)                     | 102                     |
|   | <u>1,690</u>            | <u>(1,008)</u>            | <u>682</u>              | <u>362</u>            | <u>(582)</u>             | <u>-</u>        | <u>(276)</u>            | <u>508</u>   | <u>1,470</u>            | <u>(776)</u>              | <u>695</u>              |
| <b>Intangible assets</b>  |                         |                           |                         |                       |                          |                 |                         |  |                         |                           |                         |
|   |                         |                           |                         |                       |                          |                 |                         | Amortization - disposals, write-offs and other reclassifications |                         |                           |                         |
|   | Cost                    | Accumulated amortization  | Net book value          | Additions             | Disposals and write-offs | Transfers       | Amortization charge     |  | Cost                    | Accumulated amortization  | Net book value          |
| Concession assets   | 6,982,322               | (3,197,824)               | 3,784,498               | 75,512                | (2,151)                  | 156,464         | (209,026)               | 2,033  | 7,212,146               | (3,404,818)               | 3,807,329               |
| Concession assets in progress                                       | 53,730                  | -                         | 53,730                  | 164,489               | -                        | (156,464)       | -                       | -  | 61,756                  | -                         | 61,756                  |
|   | <u>7,036,052</u>        | <u>(3,197,824)</u>        | <u>3,838,228</u>        | <u>240,002</u>        | <u>(2,151)</u>           | <u>-</u>        | <u>(209,026)</u>        | <u>2,033</u>   | <u>7,273,902</u>        | <u>(3,404,818)</u>        | <u>3,869,085</u>        |
| <b>Total of property, plant and equipment and intangible assets</b> | <b><u>7,037,742</u></b> | <b><u>(3,198,832)</u></b> | <b><u>3,838,910</u></b> | <b><u>240,364</u></b> | <b><u>(2,733)</u></b>    | <b><u>-</u></b> | <b><u>(209,303)</u></b> | <b><u>2,541</u></b>  | <b><u>7,275,373</u></b> | <b><u>(3,405,593)</u></b> | <b><u>3,869,779</u></b> |

The additions registered in three month period ended 31 March 2016 refer essentially to rights over the investments on construction/renovation and expansion of electrical and gas transportation grid.

The main additions verified in the periods ended 31 March 2016 and 31 December 2015 are made up as follows:

|   | Mar 2016      | Dec 2015       |
|---|---------------|----------------|
| <b>Electricity segment</b>  |               |                |
| Power line construction (220 KV)  | 104           | 18,661         |
| Power line construction (400 KV)  | 1,337         | 49,865         |
| Other power line constructions  | 1,389         | 6,555          |
| Construction of new substations   | 508           | 18,735         |
| Substation Expansion  | 5,577         | 38,499         |
| Other renovations in substations  | 177           | 3,764          |
| Improvements to telecommunications and information system                   | 791           | 6,427          |
| Pilot zone construction - wave energy                                       | 47            | 317            |
| Improvements in buildings related to concession                             | 105           | 3,334          |
| Other assets  | 201           | 2,023          |
| <b>Gas segment</b>  |               |                |
| Expansion and improvements to gas transmission network                      | 876           | 7,374          |
| Construction project of cavity underground storage of natural gas in Pombal | 153           | 10,763         |
| Assets of natural gas underground storage in Pombal                         | -             | 71,451         |
| Construction project and operating upgrade - LNG facilities                 | 59            | 2,299          |
| <b>Others segment</b>   |               |                |
| Other assets  | -             | 295            |
| <b>Total of additions</b>   | <b>11,325</b> | <b>240,364</b> |

The main transfers during the periods ended 31 March 2016 and 31 December 2015 are made up as follows:

|   | Mar 2016   | Dec 2015       |
|---|------------|----------------|
| <b>Electricity segment</b>  |            |                |
| Power line construction (220 KV)  | -          | 16,869         |
| Power line construction (400 KV)  | -          | 41,184         |
| Other power line constructions  | -          | 403            |
| Construction of new substations   | -          | 25,552         |
| Substation Expansion  | -          | 35,736         |
| Other renovations in substations  | 357        | 5,877          |
| Telecommunications and information system                                   | 314        | 6,605          |
| Buildings related to concession   | -          | 3,689          |
| Other assets under concession   | 34         | 1,292          |
| <b>Gas segment</b>  |            |                |
| Expansion and improvements to natural gas transmission network              | -          | 6,262          |
| Construction project of cavity underground storage of natural gas in Pombal | -          | 10,467         |
| Construction project and operating upgrade - LNG facilities                 | -          | 2,530          |
| <b>Total of transfers</b>   | <b>705</b> | <b>156,464</b> |

The intangible assets in progress at 31 March 2016 and 31 December 2015 are as follows:

|   | Mar 2016      | Dec 2015      |
|---|---------------|---------------|
| <b>Electricity segment</b>  |               |               |
| Power line construction (150KV/220KV e 400KV)                               | 33,650        | 30,819        |
| Substation Expansion  | 19,128        | 13,731        |
| New substations projects  | 5,050         | 4,541         |
| Other projects  | 1,817         | 1,999         |
| Improvements in buildings related to concession                             | 2,104         | 1,215         |
| <b>Gas segment</b>  |               |               |
| Expansion and improvements to natural gas transmission network              | 7,375         | 6,580         |
| Construction project of cavity underground storage of natural gas in Pombal | 3,021         | 2,868         |
| Construction project and operating upgrade - LNG facilities                 | 61            | 2             |
| <b>Total of assets in progress</b>  | <b>72,205</b> | <b>61,756</b> |

Financial costs capitalized in intangible assets in progress in the period ended 31 March 2016 amounted to 563 thousand Euros (522 thousand Euros as of 31 March 2015), while overhead and management costs capitalized amounted to 2,902 thousand Euros (3,156 thousand Euros as of 31 March 2015) (Note 19).

As of 31 March 2016 and 31 December 2015, the net book value of the intangible assets financed through lease contracts was as follows:

|   | Mar 2016     | Dec 2015     |
|---|--------------|--------------|
| Cost                                      | 5,144        | 5,153        |
| Accumulated depreciation and amortization | (1,963)      | (1,749)      |
| Net book value                            | <b>3,181</b> | <b>3,404</b> |

## 6 INVESTMENT IN ASSOCIATES AND JOINT VENTURES

At 31 March 2016 and 31 December 2015, the financial information regarding the financial interest held is as follows:

| Company  | Activity               | Head office | Financial information |                |                    |                     |                         |          | Capital owned     |                      |                      |    |                 |                                |
|--|------------------------|-------------|-----------------------|----------------|--------------------|---------------------|-------------------------|----------|-------------------|----------------------|----------------------|----|-----------------|--------------------------------|
|  |                        |             | 31 March 2016         |                |                    |                     |                         |          |                   |                      |                      |    |                 |                                |
|  |                        |             | Current assets        | Current assets | Non-current assets | Current liabilities | Non-current liabilities | Revenues | Net profit/(loss) | comprehensive income | comprehensive income | %  | Carrying amount | Group share of profit / (loss) |
| <i>Equity method:</i>                                    |                        |             |                       |                |                    |                     |                         |          |                   |                      |                      |    |                 |                                |
| <b>Associate:</b>  |                        |             |                       |                |                    |                     |                         |          |                   |                      |                      |    |                 |                                |
| OMP - Operador do Mercado Ibérico (Portugal), SGPS, S.A. | Holding company        | Lisbon      | 2,610                 | 703            | 30,076             | 531                 | 1,304                   | 451      | 334               | -                    | 334                  | 40 | 12,616          | 221                            |
| <b>Joint venture</b>                                     |                        |             |                       |                |                    |                     |                         |          |                   |                      |                      |    |                 |                                |
| Centro de Investigação em Energia REN - STATE GRID, S.A. | Research & Development | Lisbon      | 3,000                 | 8,120          | 1,333              | 4,910               | 6                       | 640      | 151               | -                    | 151                  | 50 | 2,269           | 75                             |
|  |                        |             |                       |                |                    |                     |                         |          |                   |                      |                      |    | <b>14,885</b>   | <b>297</b>                     |

| Company  | Activity               | Head office | Financial information |                |                    |                     |                         |          |                   | Capital owned       |                     |               |                 |                                |
|--|------------------------|-------------|-----------------------|----------------|--------------------|---------------------|-------------------------|----------|-------------------|---------------------|---------------------|---------------|-----------------|--------------------------------|
|  |                        |             | Share capital         | Current assets | Non-current assets | Current liabilities | Non-current liabilities | Revenues | Net profit/(loss) | Other comprehensive | Total comprehensive | %             | Carrying amount | Group share of profit / (loss) |
| <b>Equity method:</b>  |                        |             |                       |                |                    |                     |                         |          |                   |                     |                     |               |                 |                                |
| <b>Associate:</b>  |                        |             |                       |                |                    |                     |                         |          |                   |                     |                     |               |                 |                                |
| OMIP - Operador do Mercado Ibérico (Portugal), SGPS, S.A.              | Holding company        | Lisbon      | 2,610                 | 834            | 29,464             | 245                 | 1,661                   | 1,186    | 610               | -                   | 610                 | 40 (a)        | 12,395          | 322                            |
| <b>Joint venture</b>   |                        |             |                       |                |                    |                     |                         |          |                   |                     |                     |               |                 |                                |
| Centro de Investigação em Energia REN - STATE GRID, S.A.               | Research & Development | Lisbon      | 3,000                 | 9,692          | 1,237              | 6,542               | 7                       | 2,988    | 892               | -                   | 892                 | 50            | 2,193           | 446                            |
| (a) The company granted an option to sell of 5% of this participation. |                        |             |                       |                |                    |                     |                         |          |                   |                     |                     | <b>14,588</b> | <b>768</b>      |                                |

## Associates

The changes in the caption “Investments in associates” during the period ended 31 March 2016 was as follows:

### Investments in associates

|                                      |               |
|--------------------------------------|---------------|
| <b>At 1 January 2015</b>             | <b>10,829</b> |
| Effect of applying the equity method | 322           |
| Others                               | 1,244         |
| <b>At 31 December 2015</b>           | <b>12,395</b> |
| Effect of applying the equity method | 221           |
| <b>At 31 March 2016</b>              | <b>12,616</b> |

The proportional value of the OMIP, SGPS includes the effect of the adjustment resulting of changes to the Financial Statement of the previous year, made after the equity method application.

## Joint ventures

The movement in the caption “Investments in joint ventures” during the period ended 31 March 2016 was as follows:

### Investments

|                                      |              |
|--------------------------------------|--------------|
| <b>At 1 January 2015</b>             | <b>1,747</b> |
| Effect of applying the equity method | 446          |
| <b>At 31 December 2015</b>           | <b>2,193</b> |
| Effect of applying the equity method | 75           |
| <b>At 31 March 2016</b>              | <b>2,269</b> |

At 31 March 2016 and 31 December 2015, the financial information regarding the joint venture held is as follows:

|  | Other financial information |                               |                                   |                                 |                  |                 |                          |
|--|-----------------------------|-------------------------------|-----------------------------------|---------------------------------|------------------|-----------------|--------------------------|
|  | 31 March 2016               |                               |                                   |                                 |                  |                 |                          |
|  | Cash and cash equivalents   | Current financial liabilities | Non-current financial liabilities | Depreciations and amortizations | Financial income | Financial costs | Income tax-(cost)/income |
| <b>Joint venture</b>                                     |                             |                               |                                   |                                 |                  |                 |                          |
| Centro de Investigação em Energia REN - STATE GRID, S.A. | 4,857                       | 6                             | 6                                 | (100)                           | -                | -               | (7)                      |

|  | Other financial information |                               |                       |                                 |                  |                 |                          |
|--|-----------------------------|-------------------------------|-----------------------|---------------------------------|------------------|-----------------|--------------------------|
|  | 31 December 2015            |                               |                       |                                 |                  |                 |                          |
|  | Cash and cash equivalents   | Current financial liabilities | Non-current financial | Depreciations and amortizations | Financial income | Financial costs | Income tax-(cost)/income |
| <b>Joint venture</b>                                     |                             |                               |                       |                                 |                  |                 |                          |
| Centro de Investigação em Energia REN - STATE GRID, S.A. | 6,479                       | 6                             | 7                     | (93)                            | 7                | (2)             | (108)                    |

## 7 INCOME TAX

REN is taxed based on the special regime for the taxation of group of companies (“RETGS”), which includes all companies located in Portugal that REN detains directly or indirectly at least 75% of the share capital, which should give more than 50% of voting rights, and comply with the conditions of the article 69° of the Corporate Income Tax law.

In accordance with current legislation, tax returns are subject to review and correction by the tax authorities for a period of four years (five years for social security), except when there are tax losses, tax benefits granted or tax inspections, claims or appeals in progress, in which case the period can be extended or suspended, depending on the circumstances.

The Company’s Board of Directors understands that possible corrections to the tax returns resulting from tax reviews /inspections carried out by the tax authorities will not have a significant effect on the financial statements as of 31 March 2016.

In 2016, in accordance with Law n. 7-A/2015, December 30, the Group is taxed at a Corporate Income Tax rate of 21%, increased by a municipal surcharge up the maximum of 1.5% over the taxable profit and (i) a state surcharge of an additional 3.0% of taxable profit between 1,500 thousand Euros and 7,500 thousand Euros, (ii) an additional 5.0% of taxable profit between 7,500



thousand Euros and 35,000 thousand Euros and (iii) 7.0% over the taxable profit in excess of 35,000 thousand Euros, which results in a maximum aggregate tax rate of 29.5%.

The tax rate used in the valuation of temporary taxable and deductible differences as of 31 March 2016, were calculated using the average tax rate expected in accordance with future perspective of taxable profits of the Company recoverable in the next periods.

Income tax registered in the three months period ended on 31 March 2016 and 31 December 2015 is detailed as follows:

|  | Mar 2016      | Mar 2015      |
|--|---------------|---------------|
| Current income tax                           | 16,200        | 17,530        |
| Adjustments of income tax from previous year | (176)         | 59            |
| Deferred tax                                 | (3,914)       | (1,424)       |
| <b>Income tax</b>                            | <b>12,109</b> | <b>16,166</b> |

Reconciliation between tax calculated at the nominal tax rate and tax recorded in the consolidated statement of profit and loss is as follows:

|   | Mar 2016       | Mar 2015       |
|---|----------------|----------------|
| <b>Consolidated profit before income tax</b>            | <b>44,131</b>  | <b>61,915</b>  |
| Permanent differences:                                  |                |                |
| Positive net worth variation                            | -              | -              |
| Non deductible costs                                    | 58             | 45             |
| Non taxable income                                      | (1,189)        | (3,406)        |
| Timing differences:                                     |                |                |
| Tariff deviations                                       | 13,705         | 1,315          |
| Provisions and impairments                              | (58)           | -              |
| Revaluations  | 1,876          | 1,296          |
| Pension, healthcare assistance and life insurance plans | (1,145)        | (1,044)        |
| Derivative financial instruments                        | 76             | -              |
| Others  | (14)           | 626            |
| <b>Taxable income</b>                                   | <b>57,439</b>  | <b>60,747</b>  |
| Tax rate  | 12,062         | 12,795         |
| State surcharge tax- taxable income                     | 3,047          | 3,761          |
| Municipal surcharge                                     | 858            | 846            |
| Autonomous taxation                                     | 233            | 128            |
| <b>Current income tax</b>                               | <b>16,200</b>  | <b>17,530</b>  |
| Deferred tax  | (3,914)        | (1,424)        |
| <b>Deferred tax</b>                                     | <b>(3,914)</b> | <b>(1,424)</b> |
| Adjustments of estimated tax in previous years          | (176)          | 59             |
| <b>Income tax</b>                                       | <b>12,109</b>  | <b>16,166</b>  |
| <b>Effective tax rate</b>                               | <b>27.4%</b>   | <b>26.1%</b>   |

## Income tax

The caption “Income tax” payable and receivable as of 31 March 2016 and 31 December 2015 is detailed as follows:

|  | Mar 2016      | Dez 2015     |
|--|---------------|--------------|
| <u>Income tax:</u>                         |               |              |
| Corporate income tax - estimated tax       | -             | (42,978)     |
| Corporate income tax - payments on account | -             | 43,175       |
| Income withholding tax by third parties    | -             | 5,162        |
| Income tax receivable from previous year   | 5,358         | -            |
| <b>Income tax receivable</b>               | <b>5,358</b>  | <b>5,358</b> |
| Corporate income tax - estimated tax       | 16,200        | -            |
| Corporate income tax - payments on account | (30)          | -            |
| Income withholding tax by third parties    | (11)          | -            |
| <b>Income tax payable</b>                  | <b>16,159</b> | <b>-</b>     |

## Deferred taxes

The effect of deferred taxes registered in the consolidated financial statements is as follows:

|   | Mar 2016     | Dez 2015     |
|---|--------------|--------------|
| <u>Impact on the statement of profit and loss</u> |              |              |
| Deferred tax assets                               | (46)         | 828          |
| Deferred tax liabilities                          | 3,960        | 1,321        |
|   | <u>3,914</u> | <u>2,150</u> |
| <u>Impact on equity</u>                           |              |              |
| Deferred tax assets                               | 2,534        | (972)        |
| Deferred tax liabilities                          | (1,598)      | 2,700        |
|   | <u>937</u>   | <u>1,728</u> |
| <b>Net impact of deferred taxes</b>               | <b>4,851</b> | <b>3,878</b> |

The changes in deferred tax by nature was as follows:

### Change in deferred tax assets - March 2016

|                                    | Provisions<br>/Impairments | Pensions     | Tariff<br>deviations | Derivative<br>financial<br>instruments | Impairment<br>of revalued<br>assets | Others     | Total        |
|------------------------------------|----------------------------|--------------|----------------------|--|-------------------------------------|------------|--------------|
| At 1 January 2016                  | 1,873                      | 37,462       | 13,761               | 2,382                                  | 10,182                              | 178        | 65,838       |
| Increase/decrease through reserves | -                          | -            | -                    | 2,534                                  | -                                   | -          | 2,534        |
| Reversal through profit and loss   | (14)                       | (332)        | -                    | -                                      | (149)                               | (4)        | (499)        |
| Increase through profit and loss   | -                          | -            | 446                  | 6                                      | -                                   | -          | 452          |
| <b>Change in the period</b>        | <b>(14)</b>                | <b>(332)</b> | <b>446</b>           | <b>2,541</b>                           | <b>(149)</b>                        | <b>(4)</b> | <b>2,488</b> |
| At 31 March 2016                   | 1,859                      | 37,131       | 14,207               | 4,922                                  | 10,033                              | 174        | 68,326       |

### Change in deferred tax assets - December 2015

|                                    | Provisions<br>/Impairments | Pensions   | Tariff<br>deviations | Derivative<br>financial<br>instruments | Impairment<br>of revalued<br>assets | Others     | Total        |
|------------------------------------|----------------------------|------------|----------------------|--|-------------------------------------|------------|--------------|
| At 1 January 2015                  | 1,818                      | 36,715     | 22,275               | 5,175                                  | -                                   | -          | 65,982       |
| Increase/decrease through reserves | -                          | 1,821      | -                    | (2,793)                                | -                                   | -          | (972)        |
| Reversal through profit and loss   | (117)                      | (1,683)    | (8,749)              | -                                      | -                                   | -          | (10,550)     |
| Increase through profit and loss   | 173                        | 610        | 235                  | -                                      | 10,182                              | 178        | 11,378       |
| <b>Change in the period</b>        | <b>56</b>                  | <b>747</b> | <b>(8,514)</b>       | <b>(2,793)</b>                         | <b>10,182</b>                       | <b>178</b> | <b>(144)</b> |
| At 31 December 2015                | 1,873                      | 37,462     | 13,761               | 2,382                                  | 10,182                              | 178        | 65,838       |

Deferred tax assets at 31 March 2016 correspond mostly to liabilities for benefit plans granted to employees and tariff deviations liabilities to be settled in subsequent years.

### Evolution of deferred tax liabilities - March 2016

|                                  | Tariff<br>deviations | Revaluation  | Derivative<br>financial<br>instruments | Available-for-<br>sale (fair value) | Total          |
|----------------------------------|----------------------|--------------|--|-------------------------------------|----------------|
| At 1 January 2016                | 52,930               | 26,645       | 9                                      | 8,665                               | 88,249         |
| Increase/decrease through equity | -                    | -            | -                                      | 1,598                               | 1,598          |
| Reversal through profit and loss | (3,263)              | (688)        | (9)                                    | -                                   | (3,960)        |
| <b>Change in the period</b>      | <b>(3,263)</b>       | <b>(688)</b> | <b>(9)</b>                             | <b>1,598</b>                        | <b>(2,363)</b> |
| At 31 March 2016                 | 49,667               | 25,957       | -                                      | 10,262                              | 85,886         |

## Evolution of deferred tax liabilities - December 2015

|                                  | Tariff<br>deviations | Revaluation   | Derivative<br>financial<br>instruments | Available-for-<br>sale (fair value) | Total          |
|----------------------------------|----------------------|---------------|--|-------------------------------------|----------------|
| At 1 January 2015                | 54,246               | 26,659        | -                                      | 11,365                              | 92,270         |
| Increase/decrease through equity | -                    | -             | -                                      | (2,700)                             | (2,700)        |
| Reversal through profit and loss | (1,316)              | (14)          | -                                      | -                                   | (1,330)        |
| Increase through profit and loss | -                    | -             | 9                                      | -                                   | 9              |
| <b>Change in the period</b>      | <b>(1,316)</b>       | <b>(14)</b>   | <b>9</b>                               | <b>(2,700)</b>                      | <b>(4,021)</b> |
| At 31 December 2015              | <b>52,930</b>        | <b>26,645</b> | <b>9</b>                               | <b>8,665</b>                        | <b>88,249</b>  |

Deferred tax liabilities relating to revaluations result from revaluations made in preceding years under legislation. The effect of these deferred taxes reflects the non tax deductibility of 40% of future depreciation of the revaluation component (included in the assets considered cost at the time of the transition to IFRS).

The legal documents that establish these revaluations were the following:

### Legislation (Revaluation)

| Electricity segment    | Natural gas segment    |
|------------------------|------------------------|
| Decree-Law nº 430/78   | Decree-Law nº 140/2006 |
| Decree-Law nº 399-G/81 |                        |
| Decree-Law nº 219/82   |                        |
| Decree-Law nº 171/85   |                        |
| Decree-Law nº 118-B/86 |                        |
| Decree-Law nº 111/88   |                        |
| Decree-Law nº 7/91     |                        |
| Decree-Law nº 49/91    |                        |
| Decree-Law nº 264/92   |                        |

## 8 FINANCIAL ASSETS AND LIABILITIES

The accounting policies for financial instruments in accordance with the IAS 39 categories have been applied to the following financial assets and liabilities:

### March 2016

|                                     | Notes | Credits and other receivables | Fair value - hedging derivative financial instruments | Fair value - Negotiable derivatives | Available-for-sale | Fair value - through profit and loss | Other financial assets/liabilities | Total carrying amount | Fair value       |
|-------------------------------------|-------|-------------------------------|---|-------------------------------------|--------------------|--------------------------------------|------------------------------------|-----------------------|------------------|
| <b>Assets</b>                       |       |                               |   |                                     |                    |                                      |                                    |                       |                  |
| Cash and cash equivalents           | 12    | -                             | -   | -                                   | -                  | -                                    | 77,086                             | 77,086                | 77,086           |
| Trade and other receivables         | 10    | 506,579                       | -   | -                                   | -                  | -                                    | -                                  | 506,579               | 506,579          |
| Other financial assets              | -     | -                             | -   | -                                   | -                  | 1,363                                | 8                                  | 1,371                 | 1,371            |
| Available-for-sale financial assets | 9     | -                             | -   | -                                   | 153,766            | -                                    | -                                  | 153,766               | 153,766          |
| Income tax receivable               | 7     | 5,358                         | -   | -                                   | -                  | -                                    | -                                  | 5,358                 | 5,358            |
| Derivative financial instruments    | 11    | -                             | 15,653  | -                                   | -                  | -                                    | -                                  | 15,653                | 15,653           |
| <b>Total financial assets</b>       |       | <b>511,938</b>                | <b>15,653</b>   | <b>-</b>                            | <b>153,766</b>     | <b>1,363</b>                         | <b>77,094</b>                      | <b>759,813</b>        | <b>759,813</b>   |
| <b>Liabilities</b>                  |       |                               |   |                                     |                    |                                      |                                    |                       |                  |
| Borrowings                          | 14    | -                             | -   | -                                   | -                  | -                                    | 2,577,940                          | 2,577,940             | 2,623,161        |
| Trade and other payables            | 17    | -                             | -   | -                                   | -                  | -                                    | 384,038                            | 384,038               | 384,038          |
| Income tax payable                  | 7     | -                             | -   | -                                   | -                  | -                                    | 16,159                             | 16,159                | 16,159           |
| Derivative financial instruments    | 11    | -                             | -   | 17,393                              | -                  | -                                    | -                                  | 17,393                | 17,393           |
| <b>Total financial liabilities</b>  |       | <b>-</b>                      | <b>-</b>  | <b>17,393</b>                       | <b>-</b>           | <b>-</b>                             | <b>2,978,137</b>                   | <b>2,995,529</b>      | <b>3,040,750</b> |

### December 2015

|                                     | Notes | Credits and other receivables | Fair value - hedging derivative financial instruments | Fair value - Negotiable derivatives | Available-for-sale | Fair value - through profit and loss | Other financial assets/liabilities | Total carrying amount | Fair value       |
|-------------------------------------|-------|-------------------------------|---|-------------------------------------|--------------------|--------------------------------------|------------------------------------|-----------------------|------------------|
| <b>Assets</b>                       |       |                               |   |                                     |                    |                                      |                                    |                       |                  |
| Cash and cash equivalents           | 12    | -                             | -   | -                                   | -                  | -                                    | 63,652                             | 63,652                | 63,652           |
| Trade and other receivables         | 10    | 397,442                       | -   | -                                   | -                  | -                                    | -                                  | 397,442               | 397,442          |
| Other financial assets              | -     | -                             | -   | -                                   | -                  | 1,510                                | 7                                  | 1,517                 | 1,517            |
| Available-for-sale financial assets | 9     | -                             | -   | -                                   | 154,862            | -                                    | -                                  | 154,862               | 154,862          |
| Income tax receivable               | 7     | 5,358                         | -   | -                                   | -                  | -                                    | -                                  | 5,358                 | 5,358            |
| Derivative financial instruments    | 11    | -                             | 9,284   | 872                                 | -                  | -                                    | -                                  | 10,157                | 10,157           |
| <b>Total financial assets</b>       |       | <b>402,800</b>                | <b>9,284</b>  | <b>872</b>                          | <b>154,862</b>     | <b>1,510</b>                         | <b>63,659</b>                      | <b>632,988</b>        | <b>632,988</b>   |
| <b>Liabilities</b>                  |       |                               |   |                                     |                    |                                      |                                    |                       |                  |
| Borrowings                          | 14    | -                             | -   | -                                   | -                  | -                                    | 2,542,000                          | 2,542,000             | 2,610,072        |
| Trade and other payables            | 17    | -                             | -   | -                                   | -                  | -                                    | 337,701                            | 337,701               | 337,701          |
| Derivative financial instruments    | 11    | -                             | 14,344  | -                                   | -                  | -                                    | -                                  | 14,344                | 14,344           |
| <b>Total financial liabilities</b>  |       | <b>-</b>                      | <b>14,344</b>   | <b>-</b>                            | <b>-</b>           | <b>-</b>                             | <b>2,879,700</b>                   | <b>2,894,044</b>      | <b>2,962,117</b> |

The caption “Fair value through profit and loss”, in the amount of 1,363 thousand Euros corresponds to the Group’s investment in the closed fund “Luso Carbon Fund” with a maturity of 10 years, beginning 2006.

Loans obtained, as mentioned in Note 3.6, from the consolidated financial statements for the year ended 2015, are measured, initially at fair value and subsequently at amortized cost, except for those which it has been contracted derivative fair value hedges (Note 11) which are measured at fair value. Nevertheless, REN proceeds to the disclosure of the fair value of the caption Borrowings, based on a set of relevant observable data, which fall within Level 2 of the fair value hierarchy.

The borrowings and derivatives fair value are calculated by the method of discounted cash flows, using the curve of interest rate on the date of the statement of financial position in accordance with the characteristics of each loan.

The range of market rates used to calculate the fair value ranges between -0.303 % and 0.894% (maturities of one day and fifteen years, respectively).

The fair value of borrowings contracted by the Group at 31 March 2016 is 2,623,161 thousand Euros (at 31 December 2015 was 2,610,072 thousand Euros), of which 410,509 thousand Euros are recorded partly at amortized cost and includes an element of fair value resulting from movements in interest rates (at 31 December 2015 was 396,964 thousand Euros).

#### Estimated fair value - assets measured at fair value

The following table presents the Group's assets and liabilities measured at fair value at 31 March 2016 in accordance with the following hierarchy levels of fair value:

- Level 1: the fair value of financial instruments is based on net market prices as of the date of the statement of financial position;
- Level 2: the fair value of financial instruments is not based on active market prices but rather on valuation models; and
- Level 3: the fair value of financial instruments is not based on active market prices, but rather on valuation models, for which the main inputs are not taken from the market.

|   |                              | Level 1        | Level 2        | Level 3  | Total          |
|---|------------------------------|----------------|----------------|----------|----------------|
| <b>Assets:</b>  |                              |                |                |          |                |
| Available-for-sale financial assets                         | Shares                       | 103,287        | 47,104         | -        | 150,391        |
| Financial assets at fair value                              | Cash flow hedge derivatives  | -              | 3,588          | -        | 3,588          |
| Financial liabilities at fair value                         | Fair value hedge derivatives | -              | 12,065         | -        | 12,065         |
| Other investments   | Treasury funds               | 1,363          | -              | -        | 1,363          |
|   |                              | <b>104,650</b> | <b>62,757</b>  | <b>-</b> | <b>167,407</b> |
| <b>Liabilities:</b>   |                              |                |                |          |                |
| Financial liabilities at fair value                         | Loans                        | -              | 410,509        | -        | 410,509        |
| Financial liabilities at fair value                         | Cash flow hedge derivatives  | -              | 16,490         | -        | 16,490         |
| Financial liabilities at fair value through profit and loss | Negotiable derivatives       | -              | 903            | -        | 903            |
|   |                              | <b>-</b>       | <b>427,901</b> | <b>-</b> | <b>427,901</b> |

With respect to the current receivables and payables balances, its carrying amount corresponds to a reasonable approximation of its fair value.

The non-current accounts receivable and accounts payable refers, essentially, to tariff deviations whose amounts are communicated by ERSE, being its carrying amount a reasonable approximation of its fair value, given that they include the time value of money, being incorporated in the next two years tariffs.

### Financial risk management

Since the last annual report period until 31 March 2016, there were no significant changes in the financial risk management of the Company compared to the risks disclosed in the consolidated financial statements as of 31 December 2015. A description of the risks can be found in Section 4 - Financial Risk Management of the consolidated financial statements for the year ended 2015.

## 9 ASSETS AVAILABLE FOR SALE

The assets recognised in this caption as of 31 March 2016 and 31 December 2015 correspond to equity interests held on strategic entities for the Group, which can be detailed as follows:

|  | Head office |            |         | Value          |                |
|--|-------------|------------|---------|----------------|----------------|
|  | City        | Country    | % owned | Mar 2016       | Dec 2015       |
| OMEL - Operador del Mercado Ibérico de Energia (Pólo Espanhol) | Madrid      | Spain      | 10.00%  | 3,167          | 3,167          |
| Red Electrica Corporacion, S.A. ("REE")                        | Madrid      | Spain      | 1.00%   | 103,287        | 104,384        |
| Med Grid SAS   | Paris       | France     | 8.00%   | 600            | 600            |
| Hidroeléctrica de Cahora Bassa ("HCB")                         | Maputo      | Mozambique | 7.50%   | 47,104         | 47,104         |
| Coreso, S.A.   | Brussels    | Brussels   | 10.00%  | 208            | 208            |
| <b>Impairment</b>  |             |            |         |                |                |
| Med Grid SAS   |             |            |         | (600)          | (600)          |
|  |             |            |         | <b>153,766</b> | <b>154,862</b> |

The changes in this caption were as follows:

|                            | OMEL         | Med Grid   | HCB           | REE            | ENAGAS        | Coreso     | Total          |
|----------------------------|--------------|------------|---------------|----------------|---------------|------------|----------------|
| <b>At 1 January 2015</b>   | <b>3,167</b> | <b>600</b> | <b>41,572</b> | <b>99,104</b>  | <b>62,530</b> | -          | <b>206,973</b> |
| Acquisitions               | -            | -          | -             | -              | -             | 208        | 208            |
| Fair value adjustments     | -            | -          | 5,532         | 5,279          | 748           | -          | 11,559         |
| Disposals                  | -            | -          | -             | -              | (63,278)      | -          | (63,278)       |
| Impairment                 | -            | (600)      | -             | -              | -             | -          | (600)          |
| <b>At 31 December 2015</b> | <b>3,167</b> | <b>-</b>   | <b>47,104</b> | <b>104,384</b> | <b>-</b>      | <b>208</b> | <b>154,862</b> |
| <b>At 1 January 2016</b>   | <b>3,167</b> | <b>-</b>   | <b>47,104</b> | <b>104,384</b> | <b>-</b>      | <b>208</b> | <b>154,862</b> |
| Fair value adjustments     | -            | -          | -             | (1,096)        | -             | -          | (1,096)        |
| <b>At 31 March 2016</b>    | <b>3,167</b> | <b>-</b>   | <b>47,104</b> | <b>103,287</b> | <b>-</b>      | <b>208</b> | <b>153,766</b> |

Red Eléctrica de España (“REE”) is the transmission system operator of electricity in Spain. REN, SGPS acquired 1% of equity interests in REE as part of the agreement signed by the Portuguese and Spanish Governments. REE is a listed company in Madrid’s index IBEX 35- Spain and the financial asset was recorded on the statement of financial position at the market price on 31 March 2016.

During the three month period ended at 31 March 2015 REN sold all the shares held in Enagás, representing 1% of its capital at its market price, in the total amount of 63,278 thousand Euros, with a capital gain of 20,083 thousand Euros (Note 20).

The Group holds 8% of the share capital in Medgrid S.A.S. This project consists in an international partnership to promote and develop the Mediterranean interconnection electric network, allowing the transportation of clean electricity produced in Africa to Europe.

REN SGPS holds 2,060,661,943 shares which represents 7.5% of Hidroeléctrica de Cahora Bassa S.A. share capital and voting rights, as a result of the conditions established in the agreement signed on 9 April 2012, between REN, Parpublica - Participações Públicas, SGPS, S.A. (“Parpublica”), CEZA - Companhia Eléctrica do Zambeze, S.A. and EDM - Electricidade de Moçambique. This participation was initially recorded at its acquisition cost (38,400 thousand Euros) and subsequently adjusted to its fair value which reflects the price at which the asset would be sold in an orderly transaction.

REN Company holds a financial stake in the Coreso’s share capital, a Company which is also hold by other important European TSO’s which, as initiative of the Coordination of Regional Security (CRS), assists the TSO’s in the safely supply of electricity in Europe. In this context, Coreso develops and implements operational planning activities involving the analysis and



coordination of the European regional electricity network, focusing on services coordination, ranging from coordination with several days in advance to near real time.

Within the scope of the creation of a sole operator in the electricity Iberian market (OMI), in 2011 and as agreed between the Portuguese republic and the Rein of Spain regarding the creation of the Iberian electrical energy market, the Group acquired 10% of the share capital of OMEL, Operador del Mercado Ibérico de Energia, S.A., in the amount of 3,167 thousand Euros.

As there are no available market price for the above referred investments (MedGrid, OMEL and Coreso), and as it is not possible to determine the fair value of the period using comparable transactions, these shares are recorded at its acquisition cost deducted of impairment losses as described in Note 3.6 of the consolidated financial statements for the year ended 2015.

During the year ended in 2015 REN recognised an impairment loss on the investments of Medgrid in the amount of 600 thousand Euros, since the Company is in process of dissolution.

There is no evidence of impairment loss regarding the investments of OMEL and Coreso at the reporting date.

The adjustments to fair value of available-for-sale financial assets are recognised in the equity caption “Fair value reserve” that as of 31 March 2016 and 31 December 2015 had the following amounts:

|                         | <b>Fair value<br/>reserve<br/>(Note 13)</b> |
|-------------------------|---|
| <b>1 January 2015</b>   | <b>60,313</b>                               |
| Changes in fair value   | 11,559                                      |
| Disposals               | (20,083)                                    |
| Tax effect              | 2,700                                       |
| <b>31 December 2015</b> | <b>54,489</b>                               |
| <b>1 January 2016</b>   | <b>54,489</b>                               |
| Changes in fair value   | (1,096)                                     |
| Tax effect              | (1,598)                                     |
| <b>31 March 2016</b>    | <b>51,795</b>                               |

## 10 TRADE AND OTHER RECEIVABLES

Trade and other receivables as of 31 March 2016 and 31 December 2015 are made up as follows:

|                                    | Mar 2016              |                      |                       | Dec 2015              |                       |                       |
|------------------------------------|-----------------------|----------------------|-----------------------|-----------------------|-----------------------|-----------------------|
|                                    | Current               | Non-current          | Total                 | Current               | Non-current           | Total                 |
| Trade receivables                  | 299,779               | 155                  | 299,934               | 184,253               | 155                   | 184,409               |
| Impairment of trade receivables    | (927)                 | -                    | (927)                 | (927)                 | -                     | (927)                 |
| Trade receivables net              | <u>298,851</u>        | <u>155</u>           | <u>299,007</u>        | <u>183,326</u>        | <u>155</u>            | <u>183,482</u>        |
| Tariff deviations                  | 101,877               | 91,777               | 193,654               | 72,302                | 133,521               | 205,823               |
| State and Other Public Entities    | 13,918                | -                    | 13,918                | 8,137                 | -                     | 8,137                 |
| <b>Trade and other receivables</b> | <b><u>414,647</u></b> | <b><u>91,932</u></b> | <b><u>506,579</u></b> | <b><u>263,766</u></b> | <b><u>133,676</u></b> | <b><u>397,442</u></b> |

The most significant amounts in trade receivables are the receivables from: (i) EDP - Distribuição de Energia, S.A. in the amount of 75,157 thousand Euros (57,787 thousand Euros as of 31 December 2015); (ii) Galp in the amount of 9,193 thousand Euros (11,248 thousand Euros as of 31 December 2015); and (iii) the amount of 63,500 thousand Euros, as stated by the regulator ERSE in the context of sustainability measures of the National Electric System.

In the trade and other receivables also stands out the not invoicing of the activity of the Market Manager (MIBEL - Mercado Ibérico de Electricidade), in the amount of 18,646 thousand Euros (20,235 at 31 December 2015) and the amount still to invoice to EDP - Distribuição de Energia, S.A., of 90,318 thousand Euros (5,922 thousand Euros at 31 December 2015) regarding the CMEC. This transaction consists in a pass-through, being off set in the Group consolidated financial statement of profit and loss.

Changes to the impairment losses for trade receivable and other accounts receivable are made up as follows:

|                          | Mar 2016            | Dec 2015            |
|--------------------------|---------------------|---------------------|
| <b>Beginning balance</b> | <b>(927)</b>        | <b>(844)</b>        |
| Increases                | -                   | (83)                |
| <b>Ending balance</b>    | <b><u>(927)</u></b> | <b><u>(927)</u></b> |

## 11 DERIVATIVE FINANCIAL INSTRUMENTS

As of 31 March 2016 and 31 December 2015 the REN Group had the following derivative financial instruments contracted:

|   | Notional        | 31 March 2016 |               |              |               |
|---|-----------------|---------------|---------------|--------------|---------------|
|   |                 | Assets        |               | Liabilities  |               |
|   |                 | Current       | Non-current   | Current      | Non-current   |
| Derivatives designated as cash flow hedges  |                 |               |               |              |               |
| Interest rate swaps                         | 569,231 tEUR    | -             | -             | 4,448        | 12,042        |
| Interest rate and currency swaps            | 10,000,000 tJPY | -             | 3,588         | -            | -             |
|   |                 | -             | 3,588         | 4,448        | 12,042        |
| Derivatives designated as fair value hedges |                 |               |               |              |               |
| Interest rate swaps                         | 400,000 tEUR    | -             | 12,065        | -            | -             |
|   |                 | -             | 12,065        | -            | -             |
| Trading derivatives                         | 60,000 tEUR     | -             | -             | -            | 903           |
| <b>Derivative financial instruments</b>     |                 | -             | <b>15,653</b> | <b>4,448</b> | <b>12,945</b> |

|   | Notional        | 31 December 2015 |               |              |              |
|---|-----------------|------------------|---------------|--------------|--------------|
|   |                 | Assets           |               | Liabilities  |              |
|   |                 | Current          | Non-current   | Current      | Non-current  |
| Derivatives designated as cash flow hedges  |                 |                  |               |              |              |
| Interest rate swaps                         | 569,231 tEUR    | -                | 2,728         | 5,918        | 2,409        |
| Interest rate and currency swaps            | 10,000,000 tJPY | -                | 1,068         | -            | -            |
|   |                 | -                | 3,796         | 5,918        | 2,409        |
| Derivatives designated as fair value hedges |                 |                  |               |              |              |
| Interest rate swaps                         | 400,000 tEUR    | -                | 5,489         | -            | 6,017        |
|   |                 | -                | 5,489         | -            | 6,017        |
| Trading derivatives                         | 60,000 tEUR     | -                | 872           | -            | -            |
|   |                 | -                | 872           | -            | -            |
| <b>Derivative financial instruments</b>     |                 | -                | <b>10,157</b> | <b>5,918</b> | <b>8,426</b> |

The derivatives financial instruments portfolio valuation is based on fair value valuations made by external specialized entities.

The amount recorded in this caption relates to interest rate swaps, cross currency swap, contracted by the Group to hedge the market risk of future interest and/or foreign exchange rates, whose counterpart are financial foreign and national entities with a solid credit rating.

The above amounts include the accrued receivable or payable interest at 31 March 2016 relating to these derivatives financial instruments, netting a receivable amount of 19 thousand Euros (receivable amount of 1,497 thousand Euros at 31 December 2015).

The main features of the derivatives financial instruments contracted associated with financing operations at 31 March 2016 and 31 December 2015 is detailed as follows:

|                                  | Reference value                 | Currency | REN's payments                      | REN's receipts                  | Maturity             | Fair value at Mar 2016 | Fair value at Dec 2015 |
|----------------------------------|---------------------------------|----------|-------------------------------------|---------------------------------|----------------------|------------------------|------------------------|
| <b>Cash flow hedge:</b>          |                                 |          |                                     |                                 |                      |                        |                        |
| Interest rate swaps              | 569 231 tEuros                  | EUR      | [1.89%;2.77%]                       | [-0.23%;0.00%] - floating rates | [Dec-2016; Sep-2017] | (16,490)               | (5,599)                |
| Interest rate and currency swaps | 10 000 000 tJPY / 72 899 tEuros | EUR/JPY  | 5.64% (floating rate starting 2019) | 2.71%                           | 2024                 | 3,588                  | 1,068                  |
|                                  |                                 |          |                                     |                                 |                      | <b>(12,901)</b>        | <b>(4,531)</b>         |
| <b>Fair value hedge:</b>         |                                 |          |                                     |                                 |                      |                        |                        |
| Interest rate swaps              | 400 000 tEuros                  | EUR      | [-0.11%;0.36%] - floating rates     | [0.61%;1.72%]                   | [out-2020; fev-2025] | 12,065                 | (529)                  |
|                                  |                                 |          |                                     |                                 |                      | <b>12,065</b>          | <b>(529)</b>           |
| <b>Trading:</b>                  |                                 |          |                                     |                                 |                      |                        |                        |
| Interest rate swaps              | 60 000 tEuros                   | EUR      | future floating rates               | [0.00%;0.99%]                   | 2024                 | (903)                  | 872                    |
|                                  |                                 |          |                                     |                                 |                      | <b>(903)</b>           | <b>872</b>             |
|                                  |                                 |          |                                     |                                 | <b>Total</b>         | <b>(1,740)</b>         | <b>(4,187)</b>         |

The paid and received flows periodicity of the derivative financial instruments portfolio is quarterly and semi-annual regarding cash flow hedge contracts, semi-annual and annual basis for derivative designated as fair value hedge and semi-annual for the trading derivatives.

The detail of the notional reference derivatives as of 31 March 2016 and 31 December 2015 is presented in the following tables:

|   | 2016           | 2017          | 2018     | 2019     | 2020           | Following years | Total            |
|---|----------------|---------------|----------|----------|----------------|-----------------|------------------|
| Interest rate swap (cash flow hedge)              | 205,769        | 63,462        | -        | -        | -              | 300,000         | 569,231          |
| Interest rate and currency swap (cash flow hedge) | -              | -             | -        | -        | -              | 72,899          | 72,899           |
| Interest rate swap (fair value hedge)             | -              | -             | -        | -        | 100,000        | 300,000         | 400,000          |
| Interest rate swap (trading)                      | -              | -             | -        | -        | -              | 60,000          | 60,000           |
| <b>Total</b>                                      | <b>205,769</b> | <b>63,462</b> | <b>-</b> | <b>-</b> | <b>100,000</b> | <b>732,899</b>  | <b>1,102,130</b> |

|   | 2016           | 2017          | 2018     | 2019     | 2020     | Following years | Total            |
|---|----------------|---------------|----------|----------|----------|-----------------|------------------|
| Interest rate swap (cash flow hedge)              | 205,769        | 63,462        | -        | -        | -        | 300,000         | 569,231          |
| Interest rate and currency swap (cash flow hedge) | -              | -             | -        | -        | -        | 72,899          | 72,899           |
| Interest rate swap (fair value hedge)             | -              | -             | -        | -        | -        | 400,000         | 400,000          |
| Interest rate swap (trading)                      | -              | -             | -        | -        | -        | 60,000          | 60,000           |
| <b>Total</b>                                      | <b>205,769</b> | <b>63,462</b> | <b>-</b> | <b>-</b> | <b>-</b> | <b>832,899</b>  | <b>1,102,130</b> |

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**Swaps:****Cash flow hedges**

The Group hedges part of its debts interest future payments through interest rate swaps, on which REN pays a fixed rate and receives a variable rate.

As of 31 March 2016 the total amount of cash flow hedge is 569,231 thousand Euros (569,231 thousand Euros at 31 December 2015). These hedges the interest rate risk on variable rate interest changes on recognized financial liabilities. The covered risk is the variable rate index to which the borrowing interest relates to. This hedging goal is to convert loans at variable interest rates to fixed interest rates, the credit risk not being hedged. The fair value of the interest rate swaps at 31 March 2016 was 16,490 thousand Euros negative (5,599 thousand Euros negative at 31 December 2015).

In addition, the Group hedges its exposure to cash flow risk on its bond issue of 10,000 million JPY resulting from foreign exchange rate risk, through a cross currency swap with the main features equivalent to the debt issued. The same hedging instrument is used to hedge the fair value of the exchange rate risk of the bond issue through the forward start swap component which will only start in June 2019. Changes in the hedging instrument fair value are also recognized in hedging reserves. As from June 2019 the swap will be to hedge exposure to JPY and the interest rate risk, changing the hedging instrument into a fair value hedge, hence the changes in hedged debt fair value will be recognized in the statement of profit and loss. The credit risk is not hedged.

The amounts resulting from the hedging instrument are recognized in the statement of profit and loss when the transaction hedged affects results for the year.

The cross currency swap fair value at 31 March 2016 was 3,588 thousand Euros positive (1,068 thousand Euros positive at 31 December 2015).

The (borrowing) underlying exchange variation was negative on the first quarter of 2016, amounted 1,891 thousand Euros, and was offset by a similar variation in the hedging instrument in the statement of profit and loss (a negative variation of 8,693 thousand Euros as at 31 March 2015).

On the first quarter of 2016 the ineffective component variation recorded in the statement of profit and loss is 6,119 thousand Euros (3,792 thousand Euros at 31 December 2015).

The amount recorded in the hedging reserve relating to the above mentioned cash flow hedges was 23,409 thousand Euros (11,342 thousand Euros in December 2015).

The changes in this caption (Note 13) were as follows:

|   | Fair value      | Deferred taxes<br>impact | Hedging<br>reserves |
|---|-----------------|--------------------------|---------------------|
| <b>1 January 2015</b>                     | <b>(24,644)</b> | <b>5,175</b>             | <b>(19,468)</b>     |
| Changes in fair value and ineffectiveness | 13,302          | (2,793)                  | 10,509              |
| <b>31 December 2015</b>                   | <b>(11,342)</b> | <b>2,382</b>             | <b>(8,960)</b>      |
| <b>1 January 2016</b>                     | <b>(11,342)</b> | <b>2,382</b>             | <b>(8,960)</b>      |
| Changes in fair value and ineffectiveness | (12,068)        | 2,534                    | (9,533)             |
| <b>31 March 2016</b>                      | <b>(23,409)</b> | <b>4,916</b>             | <b>(18,493)</b>     |

### Fair value hedge

The Group hedges the interest rate risk of debt issued at a fixed rate by contracted interest rate swaps which pays variable and receives a fixed rate.

The fair value of these interest rate swaps with a notional amount of 400,000 thousand Euros (400,000 thousand Euros at 31 December 2015) at 31 March 2016 was 12,065 thousand Euros positive (529 thousand Euros negative at 31 December 2015). The covered risk is the change in the debt fair value due to interest rate fluctuations. The objective of this hedging is to convert loans at a fixed interest rate into variable interest rates. The credit risk is not hedged.

Changes in the fair value of the debt issued resulting from the interest rate risk are recorded in profit and loss to offset changes in the fair value of the hedged instrument also recorded in profit and loss. As of 31 March 2016, the debt fair value changes related to the interest rates risk, recorded in profit and loss was 13,545 thousand Euros negative (1,821 thousand Euros negative at 31 March 2015), resulting in an ineffective component of 5 thousand Euros positive (at 31 March 2015 was 2,481 thousand Euros positive).

## Trading Swap

The Group has a forward start interest rate swap on which it pays a fixed rate and receives a variable rate. This swap will begin in 2019 and will mature in 2024.

Although this swap is not designed as a hedge accounting instrument in accordance with IAS 39, it covers future interest rate index variations on the mentioned period.

On March 31 2016, the trading swap notional amount was 60,000 thousand Euros (at 31 December 2015 was 60,000 thousand Euros). This swap hedge the interest rate risk related to future variable interest rate payments of recognized financial liabilities. The covered risk is the variable rate index to which the borrowing interest coupons are related. The objective of this hedge is to convert cash flows from variable interest rates to a fixed interest rate. The credit risk is not hedged. On 31 March 2016 the trading derivative fair value was negative 903 thousand Euros negative (at 31 December 2015 was 872 thousand Euros positive).

The changes on the trading swap fair value are recognized in the statement of profit or loss. The loss recorded in the period related to the trading swap fair value was 1,775 thousand Euros (at 31 March 2015 the loss was 596 thousand Euros).

## 12 CASH AND CASH EQUIVALENTS

The amounts considered as cash and cash equivalents as of 31 March 2016 and 31 December 2015 are made up as follows:

|   | Mar 2016      | Dec 2015      |
|---|---------------|---------------|
| Cash  | 21            | -             |
| Bank deposits   | 77,065        | 63,652        |
| <b>Cash and cash equivalents in the statement of financial position</b> | <b>77,086</b> | <b>63,652</b> |
| Bank overdrafts (Note 14)   | (584)         | (113)         |
| <b>Cash and cash equivalents in cash flow statement</b>                 | <b>76,502</b> | <b>63,539</b> |

## 13 EQUITY INSTRUMENTS

### Share capital

REN's subscribed and paid up share capital as of 31 March 2016 and 31 December 2015 was made up of 534,000,000 shares of 1 Euro each.

|               | Number of shares | Share capital |
|---------------|------------------|---------------|
| Share Capital | 534,000,000      | 534,000       |

### Own shares

As of 31 March 2016 REN SGPS had the following own shares:

|            | Number of shares | Proportion | Amount   |
|------------|------------------|------------|----------|
| Own shares | 3,881,374        | 0.73%      | (10,728) |

No own shares were acquired or sold in the three month period ended 31 March 2016.

In accordance with the Commercial Company Code (“Código das Sociedades Comerciais”) REN SGPS must at all times ensure that there are sufficient Equity Reserves to cover the value of own shares, limiting the amount of reserves available for distribution.

### Reserves and retained earnings

The caption “Reserves” in the amount of 313,391 thousand Euros includes:

- Legal reserve: The Commercial Company Code in place requires that at least 5% of the net profit must be transferred to this reserve until it has reached 20% of the share capital. The reserve can only be used to cover losses or to increase capital. At 31 March 2016 this caption amounts to 102,608 thousand Euros;
- Fair value reserves: includes changes in the fair value of available for sale financial assets (51,795 thousand Euros positive), as detailed in Note 9;
- Hedging reserve: includes changes in the fair value of hedging derivative financial instruments when cash flow hedge is effective (negative 18,493 thousand Euros) as detailed in Note 11;



- Free reserves: This caption is changed by (i) application of the results of previous years, being available for distribution to shareholders, except for the limitation set by the Companies Code in respect of own shares (free reserves), and (ii) changes in equity of associates registered under the equity method. At 31 March 2016, this caption amounts to 177,482 thousand Euros.

In accordance with the Portuguese legislation: (i) increases in equity as a result of the incorporation of positive fair value (fair value reserves and hedging reserves) can only be distributed to shareholders when the correspondent assets have been sold, exercised, extinct, settled or used; and (ii) income and other positive equity changes recognised as a result of the equity method can only be distributed to shareholders when paid-up. Portuguese legislation establishes that the difference between the equity method income and the amount of paid or deliberated dividends is equivalent to legal reserve.

## 14 BORROWINGS

The segregation of borrowings between current and non-current and by nature, as of 31 March 2016 and 31 December 2015 was as follows:

|                           | Mar 2016              |                         |                         | Dec 2015              |                         |                         |
|---------------------------|-----------------------|-------------------------|-------------------------|-----------------------|-------------------------|-------------------------|
|                           | Current               | Non-current             | Total                   | Current               | Non-current             | Total                   |
| Bonds                     | 330,000               | 1,190,507               | 1,520,507               | 330,000               | 1,205,719               | 1,535,719               |
| Bank Borrowings           | 57,860                | 560,627                 | 618,487                 | 57,860                | 560,627                 | 618,487                 |
| Commercial Paper          | 300,000               | 127,000                 | 427,000                 | 236,000               | 129,000                 | 365,000                 |
| Bank overdrafts (note 12) | 584                   | -                       | 584                     | 113                   | -                       | 113                     |
| Finance Lease             | 1,155                 | 1,662                   | 2,817                   | 1,183                 | 1,883                   | 3,066                   |
|                           | <u>689,599</u>        | <u>1,879,796</u>        | <u>2,569,395</u>        | <u>625,156</u>        | <u>1,897,229</u>        | <u>2,522,385</u>        |
| Accrued interest          | 16,533                | -                       | 16,533                  | 29,860                | -                       | 29,860                  |
| Prepaid interest          | (3,099)               | (4,889)                 | (7,988)                 | (4,262)               | (5,984)                 | (10,246)                |
| <b>Borrowings</b>         | <b><u>703,033</u></b> | <b><u>1,874,907</u></b> | <b><u>2,577,940</u></b> | <b><u>650,755</u></b> | <b><u>1,891,245</u></b> | <b><u>2,542,000</u></b> |

At 31 March 2016 borrowings settlement plan was as follows:

|                    | 2016           | 2017          | 2018           | 2019           | 2020           | 2022          | Following years | Total            |
|--------------------|----------------|---------------|----------------|----------------|----------------|---------------|-----------------|------------------|
| Debt - Non current | -              | 49,113        | 429,457        | 166,539        | 514,901        | 72,763        | 647,006         | 1,879,779        |
| Debt - Current     | 659,616        | 30,000        | -              | -              | -              | -             | -               | 689,616          |
|                    | <u>659,616</u> | <u>79,113</u> | <u>429,457</u> | <u>166,539</u> | <u>514,901</u> | <u>72,763</u> | <u>647,006</u>  | <u>2,569,395</u> |

Detailed information regarding bond issues as of 31 March 2016 is as follows:

| 31 March 2016                                       |            |                     |                    |                       |  | Periodicity of interest payment |
|---|------------|---------------------|--------------------|-----------------------|--|---------------------------------|
| Emission date                                       | Maturity   | Initial amount      | Outstanding amount | Interest rate         |  |                                 |
| <b>'Euro Medium Term Notes' programme emissions</b> |            |                     |                    |                       |  |                                 |
| 26-06-2009  | 26-06-2024 | tJPY 10,000,000 (i) | tJPY 10,000,000    | Fixed rate (ii)       |  | Semesterly                      |
| 21-09-2012  | 21-09-2016 | tEUR 300,000        | tEUR 300,000       | Fixed rate EUR 6.25%  |  | Semesterly                      |
| 16-01-2013  | 16-01-2020 | tEUR 150,000 (i)    | tEUR 120,000       | Floating rate         |  | Quarterly                       |
| 31-01-2013  | 31-01-2018 | tEUR 300,000        | tEUR 300,000       | Fixed rate EUR 4.125% |  | Annual                          |
| 17-10-2013  | 16-10-2020 | tEUR 400,000 (ii)   | tEUR 400,000       | Fixed rate EUR 4.75%  |  | Annual                          |
| 12-02-2015  | 12-02-2025 | tEUR 300,000 (ii)   | tEUR 300,000       | Fixed rate EUR 2.50%  |  | Annual                          |

(i) These emissions correspond to private placements.

(ii) These emissions has interest and currency rate swaps associated

The Group has five active commercial paper programmes, in the amount of 900,000 thousand Euros, of which 473,000 thousand Euros are available. From the total amount of commercial paper programs, 600,000 thousand Euros have a subscription guarantee.

The bank loans are mainly (553,420 thousand Euros) represented by EIB loans.

The Group has also credit lines negotiated and not used in the amount of 80,000 thousand Euros, maturing up to one year, which are automatically renewable periodically (if they are not resigned in the contractually specified period for that purpose).

As a result of the fair value hedge related to the debt emission in the amount of 400,000 thousand Euros (Note 11), fair value changes concerning interest rate risk were recognised directly in statement of profit and loss, in a negative amount of 13,545 thousand Euros (1,821 thousand Euros negative as of 31 March 2015).

The REN financial liabilities have the following main types of covenants: *Cross default*, *Pari Passu*, *Negative Pledge*, *Gearing* (ratio of total consolidated equity with the total consolidated regulated assets). The Group's gearing ratio comfortably meets the limits contractually set, thus being on 31 March 2016 above the limit by 63%.

The EIB - European Investment Bank borrowings include rating covenants. In the event of ratings below the specified levels, REN can be called to provide a guarantee acceptable by EIB.

The Group and its subsidiaries are a part of certain financing agreements and debt issues, which include change of control clauses typical in this type of transactions (including, though not so expressed, changes in control as a result of takeover bids) and essential to the realization of such transactions on the appropriate market context. In any case, the practical application of these clauses is limited due to legal restriction in the ownership of REN's shares.

Following the legal standards and usual market practices, contractual terms and free market competition, establish that neither REN nor its counterparts in borrowing agreements are authorized to disclose further information regarding the content of these financing agreements.

## Leases

The minimum payments of the financial leases and the actual value of the financial leases passive at 31 March 2016 and 31 December 2015 are as follows:

|  | Mar 2016            | Dec 2015            |
|--|---------------------|---------------------|
| Finance lease liabilities - minimum lease payments |                     |                     |
| No later than 1 year                               | 1,205               | 1,245               |
| Later than 1 year and no later than 5 years        | <u>1,692</u>        | <u>1,927</u>        |
|  | 2,897               | 3,172               |
| Future finance charges on finance leases           | <u>(80)</u>         | <u>(106)</u>        |
| Present value of finance lease liabilities         | <u><b>2,817</b></u> | <u><b>3,066</b></u> |

|   | Mar 2016            | Dec 2015            |
|---|---------------------|---------------------|
| Present value of finance lease liabilities  |                     |                     |
| No later than 1 year                        | 1,155               | 1,183               |
| Later than 1 year and no later than 5 years | <u>1,662</u>        | <u>1,883</u>        |
|   | <u><b>2,817</b></u> | <u><b>3,066</b></u> |

## 15 POST-EMPLOYMENT BENEFITS AND OTHER BENEFITS

REN - Rede Eléctrica Nacional, S.A. grants supplementary retirement, early-retirement and survivor pensions (hereinafter referred to as pension plan), provides its retirees and pensioners with a health care plan on a similar basis to that of its serving personnel, and grants other benefits such as long service bonuses, retirement bonuses and a death grant (referred to as "Other benefits"). Long services bonuses were extended to the remaining Group companies.

As of 31 March 2016 and 31 December 2015 the Group had the following amounts recorded relating to liabilities for retirement and other benefits:

|                                       | Mar 2016       | Dez 2015       |
|---------------------------------------|----------------|----------------|
| <b>Liability on the Balance Sheet</b> |                |                |
| Pension plan                          | 85,689         | 86,890         |
| Healthcare plan and other benefits    | 42,383         | 42,327         |
|                                       | <b>128,072</b> | <b>129,217</b> |

During the three month period ended 31 March 2016 and 31 March 2015 the following operating expenses were recorded regarding benefit plans with employees:

|  | Mar 2016     | Mar 2015     |
|--|--------------|--------------|
| <b>Charges to the statement of profit and loss (note 22)</b> |              |              |
| Pension plan   | 1,205        | 1,163        |
| Healthcare plan and other benefits                           | 371          | 347          |
| Life assurance plan  | -            | 4            |
|  | <b>1,576</b> | <b>1,514</b> |

The amounts reported to 31 March 2016 result from the projection of the actuarial valuation as of 31 December 2015 for the three month period ended 31 March 2016, considering the estimated increase in salaries for 2016.

The actuarial assumptions used to calculate the post-employment benefits, which are considered by the REN Group and the entity specialized in actuarial studies to be those that best meet the commitments established in the pension plan and related retirement benefit liabilities, are as follows:

|   | Mar 2016 | Dec 2015 |
|---|----------|----------|
| Annual discount rate  | 2.00%    | 2.00%    |
| Expected percentage of serving employees eligible for early retirement (more than 60 years of age and 36 years in service) - by Collective work agreement | 20.00%   | 20.00%   |
| Expected percentage of serving employees eligible for early retirement - by Management act  | 20.00%   | 20.00%   |
| Rate of salary increase   | 2.80%    | 2.80%    |
| Pension increase  | 1.50%    | 1.50%    |
| Future increases of Social Security Pension amount  | -        | -        |
| Inflation rate  | 1.50%    | 1.50%    |
| Medical trend   | 3.50%    | 3.50%    |
| Management costs (per employee/year)  | €238     | €238     |
| Expenses medical trend  | 1.50%    | 1.50%    |
| Retirement age (number of years)  | 66       | 66       |
| Mortality table   | TV 88/90 | TV 88/90 |

## 16 PROVISIONS

The changes in provisions in the reported periods is as follows:

|                          | Mar 2016     | Dec 2015     |
|--------------------------|--------------|--------------|
| <b>Beginning balance</b> | <b>6,888</b> | <b>7,316</b> |
| Increases                | -            | 1,444        |
| Reversing                | -            | (1,746)      |
| Utilization              | (58)         | (126)        |
| <b>Ending balance</b>    | <b>6,830</b> | <b>6,888</b> |
| Current provision        | 1,138        | 1,171        |
| Non-current provision    | 5,692        | 5,717        |
|                          | <b>6,830</b> | <b>6,888</b> |

As of 31 March 2016 the caption “Provisions” corresponds essentially to estimates of the payments to be made by REN resulting from legal processes in progress for damage caused to third parties and a restructuring provision in the amount of 642 thousand Euros, related to the Group’s restructuring plan in course.

## 17 TRADE AND OTHER PAYABLES

The caption “Trade and other payables” as of 31 March 2016 and 31 December 2015 was made up as follows:

|                                   | Mar 2016       |                |                | Dec 2015       |                |                |
|-----------------------------------|----------------|----------------|----------------|----------------|----------------|----------------|
|                                   | Current        | Non current    | Total          | Non current    | Total          |                |
| <b>Trade payables</b>             |                |                |                |                |                |                |
| Current suppliers                 | 186,998        | -              | 186,998        | 122,467        | -              | 122,467        |
| <b>Other creditors</b>            |                |                |                |                |                |                |
| Other creditors                   | 68,774         | 30,090         | 98,864         | 45,106         | 30,293         | 75,400         |
| Tariff deviations                 | 13,318         | 16,221         | 29,539         | 18,327         | 9,676          | 28,002         |
| Fixed assets suppliers            | 43,328         | -              | 43,328         | 96,471         | -              | 96,471         |
| <b>Tax payables (Note 12) (i)</b> | 19,652         | -              | 19,652         | 10,683         | -              | 10,683         |
| <b>Deferred income</b>            |                |                |                |                |                |                |
| Grants related to assets          | 18,134         | 287,599        | 305,733        | 18,004         | 292,263        | 310,267        |
| <b>Accrued costs</b>              |                |                |                |                |                |                |
| Holidays and holidays subsidies   | 5,657          | -              | 5,657          | 4,677          | -              | 4,677          |
| <b>Trade and other payables</b>   | <b>355,861</b> | <b>333,911</b> | <b>689,771</b> | <b>315,735</b> | <b>332,232</b> | <b>647,967</b> |

(i) Tax payables refer to VAT, personnel income taxes and other taxes

The caption “Trade and other payables” includes: (i) the amount of 30,585 thousand Euros, regarding the management of CAEs from Turbogás and Tejo Energia (38,363 thousand Euros at 31 December 2015); (ii) the amount of 27,080 thousand Euros of investment projects not yet invoiced (31,277 thousand Euros at 31 December 2015); (iii) the amount of 18,646 thousand Euros (90,318 thousand Euros at 31 December 2014) from the activity of the Market Manager (MIBEL - Mercado Ibérico de Electricidade); and (iv) the amount to invoice to EDP - Gestão da Produção de Energia, S.A., of 90,318 thousand Euros (5,922 thousand Euros at 31 December 2015) regarding the CMEC, which was also reflected in the caption of “Trade and other receivables” (Note 10). This final transaction sets a pass-through in the consolidated income statement of REN.

In the three month period ended 31 March 2016 the caption “Other creditors” include the Energy Sector Extraordinary Contribution (“ESEC”), in the amount of 25,938 thousand Euros (Note 25) (25,440 thousand Euros at 31 March 2015)

## 18 SALES AND SERVICES RENDERED

Sales and services rendered recognized in the consolidated statement of profit and loss are made up as follows:

|   | Mar 2016              | Mar 2015              |
|---|-----------------------|-----------------------|
| Goods:  |                       |                       |
| Domestic market   | 95                    | 62                    |
|   | <u>95</u>             | <u>62</u>             |
| Services:   |                       |                       |
| Electricity transmission and overall systems management | 89,365                | 86,892                |
| Natural gas transmission                                | 27,308                | 30,217                |
| Regasification  | 9,415                 | 7,859                 |
| Underground gas storage                                 | 6,120                 | 3,919                 |
| Telecommunications network                              | 1,264                 | 1,243                 |
| Trading   | 1,063                 | 1,263                 |
| Others  | 623                   | 611                   |
|   | <u>135,159</u>        | <u>132,004</u>        |
| <b>Total sales of goods and services</b>                | <b><u>135,253</u></b> | <b><u>132,066</u></b> |

## 19 REVENUE AND COSTS FROM CONSTRUCTION ACTIVITIES

As part of the concession contracts treated under IFRIC 12, the construction activity is subcontracted to specialized suppliers. Therefore the Group obtains no margin in the construction of these assets. The detail of the revenue and expenses with the acquisition of concession assets for the three month periods ended 31 March 2016 and 2015 is the following:

|  | Mar 2016      | Mar 2015     |
|--|---------------|--------------|
| <b><u>Revenue from construction of concession assets</u></b> |               |              |
| - Acquisitions   | 7,860         | 4,693        |
| - Own work capitalised :                                     |               |              |
| Financial expenses (Note 5)                                  | 563           | 522          |
| Overhead and management costs (Note 5)                       | 2,902         | 3,156        |
|  | <u>11,325</u> | <u>8,370</u> |
| <b><u>Cost of construction of concession assets</u></b>      |               |              |
| - Acquisitions   | 7,860         | 4,693        |
|  | <u>7,860</u>  | <u>4,693</u> |

## 20 OTHER OPERATING INCOME

The caption “Other operating income” is made up as follows:

|                                     | Mar 2016     | Mar 2015      |
|-------------------------------------|--------------|---------------|
| Recognition of investment subsidies | 4,533        | 4,474         |
| Supplementary income                | 393          | 312           |
| Capital gain from Enagás (Note 9)   | -            | 20,083        |
| Others                              | 139          | 445           |
|                                     | <b>5,065</b> | <b>25,315</b> |

## 21 EXTERNAL SUPPLIES AND SERVICES

The caption “External supplies and services” for the three month periods ended 31 March 2016 and 2015 is made up as follows:

|                                       | Mar 2016     | Mar 2015     |
|---------------------------------------|--------------|--------------|
| Gas transport subcontracts            | 1,067        | 890          |
| Maintenance costs                     | 905          | 817          |
| Fees relating to external entities i) | 1,156        | 1,949        |
| Electric energy costs                 | 1,130        | 1,034        |
| Insurance costs                       | 799          | 817          |
| Advertising and communication costs   | 223          | 177          |
| Security and surveillance             | 412          | 412          |
| Other (less than 400 thousand Euros)  | 1,005        | 1,029        |
| <b>External supplies and services</b> | <b>6,697</b> | <b>7,125</b> |

i) The fees paid to external entities refer to specialized work and fees paid by REN for contracted services and specialized studies.



## 22 PERSONNEL COSTS

Personnel costs are made up as follows:

|   | Mar 2015             | Mar 2014             |
|---|----------------------|----------------------|
| <b><u>Remuneration</u></b>                        |                      |                      |
| Board of directors                                | 595                  | 606                  |
| Personnel   | 7,958                | 7,986                |
|   | <u>8,552</u>         | <u>8,591</u>         |
| <b><u>Social charges and other expenses</u></b>   |                      |                      |
| Post-employment and other benefits cost (Note 15) | 1,576                | 1,514                |
| Social contribution costs                         | 1,767                | 1,789                |
| Social support costs                              | 23                   | 12                   |
| Other   | 526                  | 624                  |
|   | <u>3,892</u>         | <u>3,940</u>         |
| <b>Total personnel costs</b>                      | <b><u>12,445</u></b> | <b><u>12,531</u></b> |

The Corporate Bodies remuneration includes remunerations paid to the Board of Directors as well as to the Board of the General Shareholders meeting.

## 23 OTHER OPERATING COSTS

Other operating costs are made up as follows:

|                             | Mar 2016     | Mar 2015     |
|-----------------------------|--------------|--------------|
| ERSE operating costs i)     | 2,302        | 2,302        |
| Taxes                       | 290          | 198          |
| Donations and contributions | 721          | 625          |
| Others                      | 252          | 195          |
|                             | <u>3,565</u> | <u>3,321</u> |

i) The caption “ERSE operating costs” corresponds to ERSE’s operating costs, to be recovered through electricity and gas tariffs.

## 24 FINANCIAL COSTS AND INCOME

Financial costs and income are made up as follows:

|                                  | Mar 2016      | Mar 2015      |
|----------------------------------|---------------|---------------|
| <b>Financial costs</b>           |               |               |
| Interest cost                    | 24,379        | 27,129        |
| Derivative financial instruments | 1,775         | -             |
| Other financial investments      | 147           | 17            |
| Other financial costs            | 253           | 823           |
|                                  | <b>26,555</b> | <b>27,969</b> |
| <b>Financial income</b>          |               |               |
| Interest income                  | 7             | 65            |
| Derivative financial instruments | 2,980         | 3,556         |
|                                  | <b>2,987</b>  | <b>3,621</b>  |

## 25 ENERGY SECTOR EXTRAORDINARY CONTRIBUTION

Law No. 83-C / 2013 of 31 December introduced a specific contribution of entities operating in the energy field, called Energy Sector Extraordinary Contribution ("ESEC"), which was extended by Law No. 82-B/2014, of 31 December, and Law No. 15–C/2015, of 30 December, for the year of 2015 and 2016, respectively.

The regime introduced is aimed at financing mechanisms that promote systemic sustainability of the sector through the setting up of a fund with the main objective of reducing the tariff deficit. Are subject to this regime, among others, the entities that are dealers of transport activities or distribution of electricity and natural gas.

The calculation of the ESEC is levied on the value of the assets with reference to the first day of the financial year 2016 (1 January 2016) that include cumulatively, the property, plant and equipment, intangible assets, with the exception of industrial property elements, and financial assets related with regulated activities. In the case of regulated activities, the ESEC is levied on the value of regulated assets (i.e. the amount recognised by ERSE in the calculation of the allowed income with reference to 1 January 2016) if it is greater than the value of those assets, over which the rate of 0.85% is applied.

To the extent that it is a present obligation whose facts originating already occurred, with timing and amounts certain or ascertainable, REN recorded a liability in the amount of 25,938 thousand Euros (Note 17) (for the three months period ended 31 March 2015 was 25,445 thousand Euros) against a cost in the statement of profit and loss.

## 26 EARNINGS PER SHARE

Earnings per share attributable to REN's shareholders were calculated as follows:

|   |                | Mar 2016           | Mar 2015           |
|---|----------------|--------------------|--------------------|
| Consolidated net profit used to calculate earnings per share      | (1)            | 6,084              | 20,305             |
| Number of ordinary shares outstanding during the period (Note 13) | (2)            | 534,000,000        | 534,000,000        |
| Effect of own shares (Note 13)                                    |                | 3,881,374          | 3,881,374          |
| <b>Number of shares in the period</b>                             | (3)            | <u>530,118,626</u> | <u>530,118,626</u> |
| <b>Basic earnings per share (euro per share)</b>                  | <b>(1)/(3)</b> | <b>0.01</b>        | <b>0.04</b>        |

Basic earnings per share are the same as diluted earnings as there is no situation that could originate dilution effects.

## 27 DIVIDENDS PER SHARE

During the General Shareholders Meeting held on 13 April 2016, the shareholders approved the distribution of dividends with respect to the net profit of 2015, in the amount of 91,314 thousand Euros, corresponding to a gross dividend amount of 0.171 Euros per share, which include 664 thousand Euros attributable to own shares.

The distribution of dividends with respect to the net profit of 2014 amounted to 91,314 thousand Euros (0,171 Euros per share). From this amount, 664 thousand Euros were attributable to own shares, having been paid to the shareholders an amount of 90,650 thousand Euros.

## 28 GUARANTEES GIVEN

As of 31 March 2016 and 31 December 2015 the REN Group had given the following guarantees:

| Beneficiary                                   | Scope  | Mar 2016       | Dec 2015       |
|---|--|----------------|----------------|
| European Investment Bank (EIB)                | To guarantee loans   | 310,419        | 310,419        |
| General Directorate of Energy and Geology     | To guarantee compliance with the obligations assumed resulting from the contract relating to the public service concession | 20,500         | 20,500         |
| Judge of District Court                       | Guarantee for expropriation processes  | 5,549          | 5,549          |
| Municipal Council of Seixal                   | Guarantee for litigation   | 2,152          | 2,152          |
| Electricity Iberian Market (OMI)              | To guarantee payments resulting from trading participation as purchaser in the Spanish market                              | -              | 2,000          |
| Municipal Council of Odvelas                  | Guarantee for litigation   | 1,119          | 1,119          |
| Social Security Institution                   | Ensure compliance with obligations   | 511            | 511            |
| Municipal Council of Silves                   | Guarantee for expropriation processes  | 352            | 352            |
| Tax Authority and Customs                     | Ensure the suspension of tax enforcement proceedings   | 205            | 205            |
| NORSCUT - Concessionária de Auto-estradas, SA | To guarantee prompt payment of liabilities assumed by REN in the contract ceding utilization                               | 200            | 200            |
| European Union                                | To comply with the contractual requirements on a financing agreement   | 177            | 177            |
| Labour Court of Lisbon                        | Guarantee for litigation   | 153            | 153            |
| Municipal Council of Aveiro                   | Guarantee for litigation   | 87             | 87             |
| EP - Estradas de Portugal                     | To guarantee compliance with the obligations assumed   | 84             | 84             |
| GSE - Georgian State Electrosystem JSC        | Providing services contract  | 57             | 28             |
| Câmara Municipal de Lisboa                    | Guarantee the suspension of municipal tax  | 9              | -              |
| Câmara Municipal de Vila Nova de Gaia         | Guarantee the suspension of process nº 412/13  | 2              | 2              |
| Alrisa - Sociedade Imobiliária, S.A.          | Urban lease contract   | -              | 15             |
|   |  | <b>341,576</b> | <b>343,553</b> |

## 29 RELATED PARTIES

### Main shareholders and shares held by corporate bodies

As of 31 March 2016 and 31 December 2015, the shareholder structure of Group REN was as follows:

|   | Mar 2016           |                | Dec 2015           |                |
|---|--------------------|----------------|--------------------|----------------|
|   | Number of shares   | %              | Number of shares   | %              |
| State Grid Europe Limited (Grupo State Grid)  | 133,500,000        | 25.00%         | 133,500,000        | 25.00%         |
| Mazoon B.V. (Grupo Oman Oil Company S.A.O.C.) | 80,100,000         | 15.00%         | 80,100,000         | 15.00%         |
| Fidelidade - Companhia de Seguros, S.A.       | 28,370,665         | 5.31%          | 28,370,665         | 5.31%          |
| EDP - Energias de Portugal, S.A.              | 26,707,335         | 5.00%          | 26,707,335         | 5.00%          |
| Gestmin, SGPS, S.A.                           | 26,700,000         | 5.00%          | 26,700,000         | 5.00%          |
| The Capital Group Companies, Inc.             | 23,125,892         | 4.33%          | 32,040,000         | 6.00%          |
| Red Eléctrica Internacional, S.A.U.           | 11,059,535         | 2.07%          | -                  | -              |
| Own shares                                    | 3,881,374          | 0.73%          | 3,881,374          | 0.73%          |
| Free float                                    | 200,555,199        | 37.56%         | 202,700,626        | 37.96%         |
|   | <b>534,000,000</b> | <b>100.00%</b> | <b>534,000,000</b> | <b>100.00%</b> |

### Transaction over REN shares by the Board of Directors

In the first quarter of 2016, the member of the Board of Directors, José Luís Arnaut, reported that transactions were carried out on shares representing REN's share capital, through a related entity (Platinumdetails - Consultoria e Investimentos, Lda.), been acquired 7,107 shares.

Besides the event mentioned above, no other cases of transactions made by board members, compared to the consolidated financial statements of REN, on 31 December 2015, were made.

### Remuneration of the Board of Directors

The Board of Directors of REN, SGPS was considered in accordance with IAS 24 to be the only key entity in the management of the Group.

Remuneration of the Board of Directors of REN, SGPS in the three month period ended 31 March 2016 amounted to 595 thousand Euros (606 thousand Euros on 31 March 2015), as shown in the following table:

|  | Mar 2016   | Mar 2015   |
|--|------------|------------|
| Remuneration and other short term benefits | 381        | 392        |
| Management bonuses                         | 214        | 214        |
|  | <b>595</b> | <b>606</b> |

### Transactions with group or dominated companies

In its activity REN maintains transactions with Group entities or with dominated parties. The terms in which these transactions are held are substantially identical to those practiced between independent parties in similar operations.

In the consolidation process the amounts related to such transactions or open balances are eliminated in the consolidated financial statements (Note 3.2 of the notes to the consolidated financial statements as of 31 December 2015).

The main transactions held between Group companies were: (i) borrowings and shareholders loans; and (ii) shared services namely legal, administrative and IT services.

## Balances and transactions held with associates and other related parties

REN Group carried out the following transactions with reference shareholders, qualified shareholders and related parties:

### Revenue

|   | Mar 2016              | Mar 2015              |
|---|-----------------------|-----------------------|
| <b><u>Sales and services provided</u></b>                             |                       |                       |
| Invoicing issued - EDP  | 277,550               | 268,166               |
| Invoicing issued - REE  | 319                   | 513                   |
| Invoicing issued - Centro de Investigação em Energia REN - State Grid | 32                    | 18                    |
| <b><u>Financial income</u></b>  |                       |                       |
| Financial income - OMIP   | -                     | 114                   |
|   | <b><u>277,900</u></b> | <b><u>268,811</u></b> |

The amounts shown as invoicing issued to EDP relate essentially to the overall management of the electricity system tariff (UGS) and electricity transmission tariff (TEE) that include pass through amounts with income and costs being reversed in the consolidated statement of profit and loss.

### Costs

|   | Mar 2016             | Mar 2015              |
|---|----------------------|-----------------------|
| <b><u>External supplies and services</u></b>            |                      |                       |
| Invoicing received - EDP                                | 85,704               | 118,327               |
| Invoicing received - OMIP                               | -                    | 63                    |
| Invoicing received - REE                                | 2,347                | 1,271                 |
| Invoicing received - CMS Rui Pena & Arnaut <sup>1</sup> | 23                   | 28                    |
|   | <b><u>88,074</u></b> | <b><u>119,688</u></b> |

<sup>1</sup> Entity related to the Administrator José Luis Arnaut

The amounts shown as invoicing received from EDP relate to the intermediation role of REN in the purchase and sale of electricity, where REN acts as an agent, income and costs being reversed in the statement of profit and loss, since they are pass through amounts in the income recognition.

## Balances

As of 31 March 2016 and 31 December 2015 the balances resulting from transactions with related parties were as follows:

|  | Mar 2016             | Dec 2015             |
|--|----------------------|----------------------|
| <b><u>Trade and other receivables</u></b>                              |                      |                      |
| EDP - Trade receivables  | 89,137               | 71,637               |
| EDP - Guarantees   | 155                  | 155                  |
| EDP - Other receivables  | 1,353                | 1,416                |
| OMP - Trade receivables  | 20                   | -                    |
| OMP - Other receivables  | 18                   | -                    |
| Oman Oil - Other receivables   | 1                    | 1                    |
| Centro de Investigação em Energia REN - State Grid - Other receivables | 117                  | 116                  |
| Centro de Investigação em Energia REN - State Grid - Trade receivable  | 7                    | 8                    |
| REE - Trade receivables  | 78                   | 148                  |
|  | <b><u>90,888</u></b> | <b><u>73,481</u></b> |
| <b><u>Trade and other payables</u></b>                                 |                      |                      |
| EDP - Trade payables   | 11,581               | 8,945                |
| EDP - EDP - Other payables   | 10                   | -                    |
| Centro de Investigação em Energia REN - State Grid - Other payables    | -                    | 2                    |
| REE - Trade payables   | 911                  | 1,188                |
| CMS - Rui Pena & Arnaut - Trade payables <sup>1</sup>                  | 12                   | 6                    |
|  | <b><u>12,515</u></b> | <b><u>10,141</u></b> |

<sup>1</sup> Entity related to the Administrator José Luis Arnaut

## 30 SUBSEQUENT EVENTS

There are no situations of subsequent events to report.

## 31 EXPLANATION ADDED FOR TRANSLATION

These consolidated financial statements are a translation of financial statements originally issued in Portuguese in accordance with IAS 34 - Interim Financial Reporting. In the event of discrepancies, the Portuguese language version prevails.

## The Accountant

Maria Teresa Martins

## The Board of Directors:

Rodrigo Costa  
(Chairman of the Board of Directors and of the Executive Committee)

Manuel Champalimaud  
(Member of the Board of Directors)

João Faria Conceição  
(Member of the Board of Directors and the Executive Committee)

Jorge Magalhães Correia  
(Member of the Board of Directors)

Gonçalo Morais Soares  
(Member of the Board of Directors and the Executive Committee)

José Luís Arnaut  
(Member of the Board of Directors)

Guangchao Zhu  
(Vice-President of the Board of Directors designated by State Grid International Development Limited)

Manuel Sebastião  
(Member of the Board of Directors and Chairman of the Audit Committee)

Mengrong Cheng  
(Member of the Board of Directors)

Gonçalo Gil Mata  
(Member of the Board of Directors and Member of the Audit Committee)

Longhua Jiang  
(Member of the Board of Directors)

Maria Estela Barbot  
(Member of the Board of Directors and Member of the Audit Committee)

Omar Al Wahaibi  
(Member of the Board of Directors)

Note - The remaining pages of this Report and Accounts (1st quarter of 2016) were initialled by the Company Secretary, Marta Almeida Afonso, and the Accountant, Maria Teresa Martins.