



Investor Presentation

May 2014



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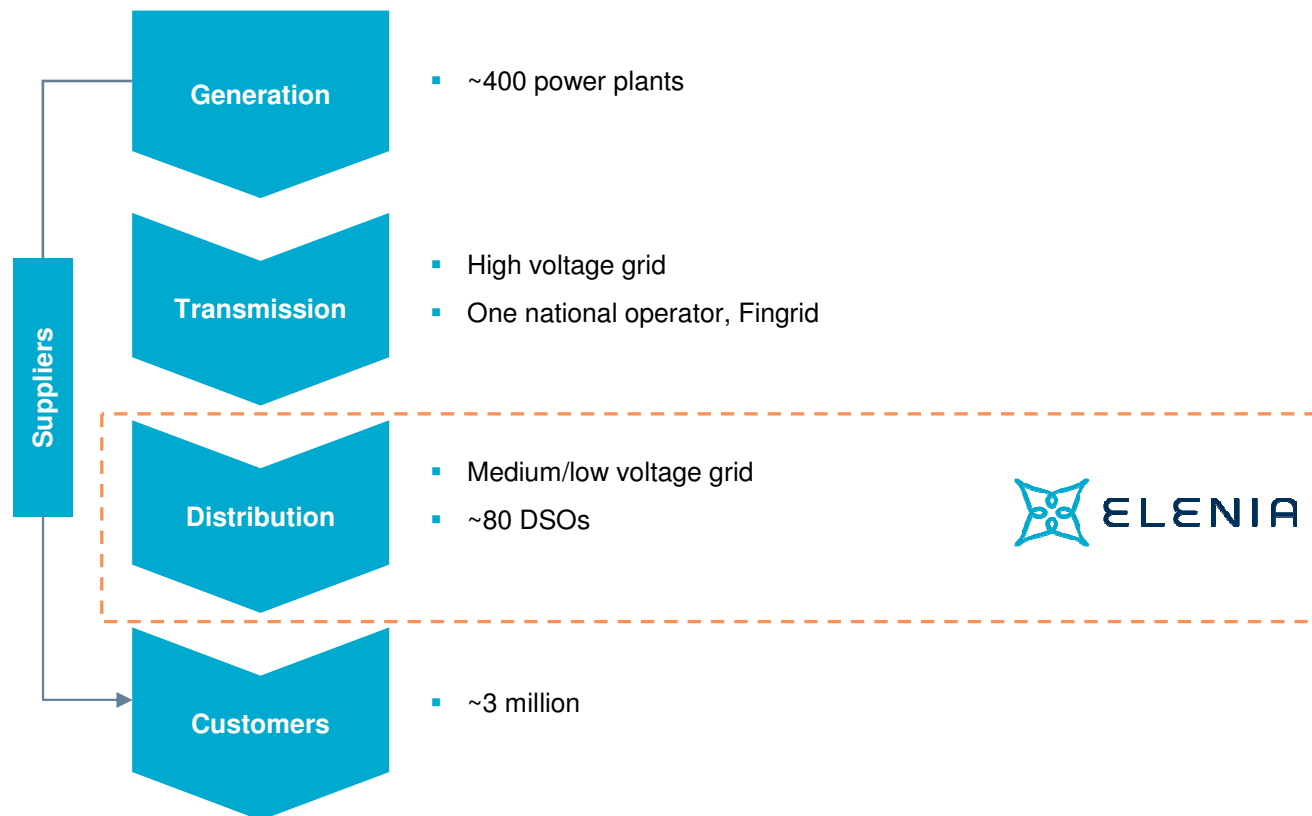
Key messages

Opportunity to
invest in core
infrastructure
in a AAA rated
economy

- 1 Leading electricity distribution network in Finland
- 2 Focused strategy to deliver an essential service
 - Efficient investment management to enhance security of supply
 - Ongoing operational excellence through partnerships
 - Track record of innovation to drive industry progress
 - Strong emphasis on customer service
- 3 Supportive and stable regulatory environment
- 4 Experienced and highly regarded management team
- 5 Cash generative district heating business
- 6 Robust and predictable financial profile with FY2013 pre-exceptional EBITDA of €152m
- 7 Long term, strong investment grade capital structure with significant creditor protections, with debut deal 2.6x oversubscribed in December 2013

Overview of Finnish electricity sector

- ✧ Distribution system operators (DSOs) are regional monopolies, which are subject to economic regulation
- ✧ DSOs invoice end-users, but are not exposed to volume risk (other than in respect of timing)



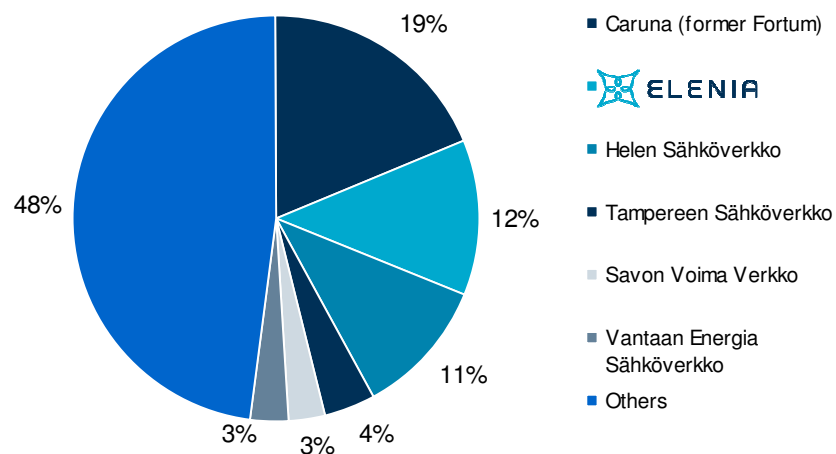
Leading electricity distribution network in Finland

✦ A regulated regional electricity DSO in Finland

Key Highlights

- Second largest DSO in Finland by number of customers
- 2013 revenue: €216m
- 2013 EBITDA: €122m post-exceptional items (EBITDA margin of 56%), and €134m pre-exceptional items (EBITDA margin of 62%)
- 65,600km network length
- 274 employees (FTE)
- Over 412,000 customers

Market Share by Customers



Source: Energy Market Authority (EMV), December 2012

Map of Operations



Efficient investment management to enhance security of supply (1/2)

- ✧ Well invested and maintained network
- ✧ Strong focus on ensuring security of supply by increasing use of underground cabling
- ✧ Granular database of network value and asset life, enabling accurate and cost effective capex and opex planning



110 kV lines	1,072 km
45 kV lines	371 km
110/20 kV substations	127 units
45/20 kV substations	13 units



20 kV lines	23,249 km
0.4 kV lines	40,875 km
20/0.4 kV transformers	22,837 units
% of network underground	27.6%
Customer residences	412,159



~160m of network lines per customer

Total lines of ~65,600 km

Cables stretch ~1.5 times around the world

Efficient investment management to enhance security of supply (2/2)

✦ Elenia Networks has built underground distribution lines since 2009

ELENIA WEATHERPROOF

- Our underground-cabled electricity network is safe from winds, thunderstorms and snow loads
- We are modernising the network in cooperation with our partner contractors
- **Look at the map** to see where we are improving the reliability of electricity distribution

As we care.



65 100 km

Elenia has 65 100 kilometres of electricity network – 1.5 times around the world – in Häme, Pirkanmaa, Central Finland and South and North Ostrobothnia. One quarter of the network is underground cabled.



**ELENIA
WEATHERPROOF**

1600 – 2200 km

We modernise the electricity network by underground cabling 1 600–2 200 km per year.

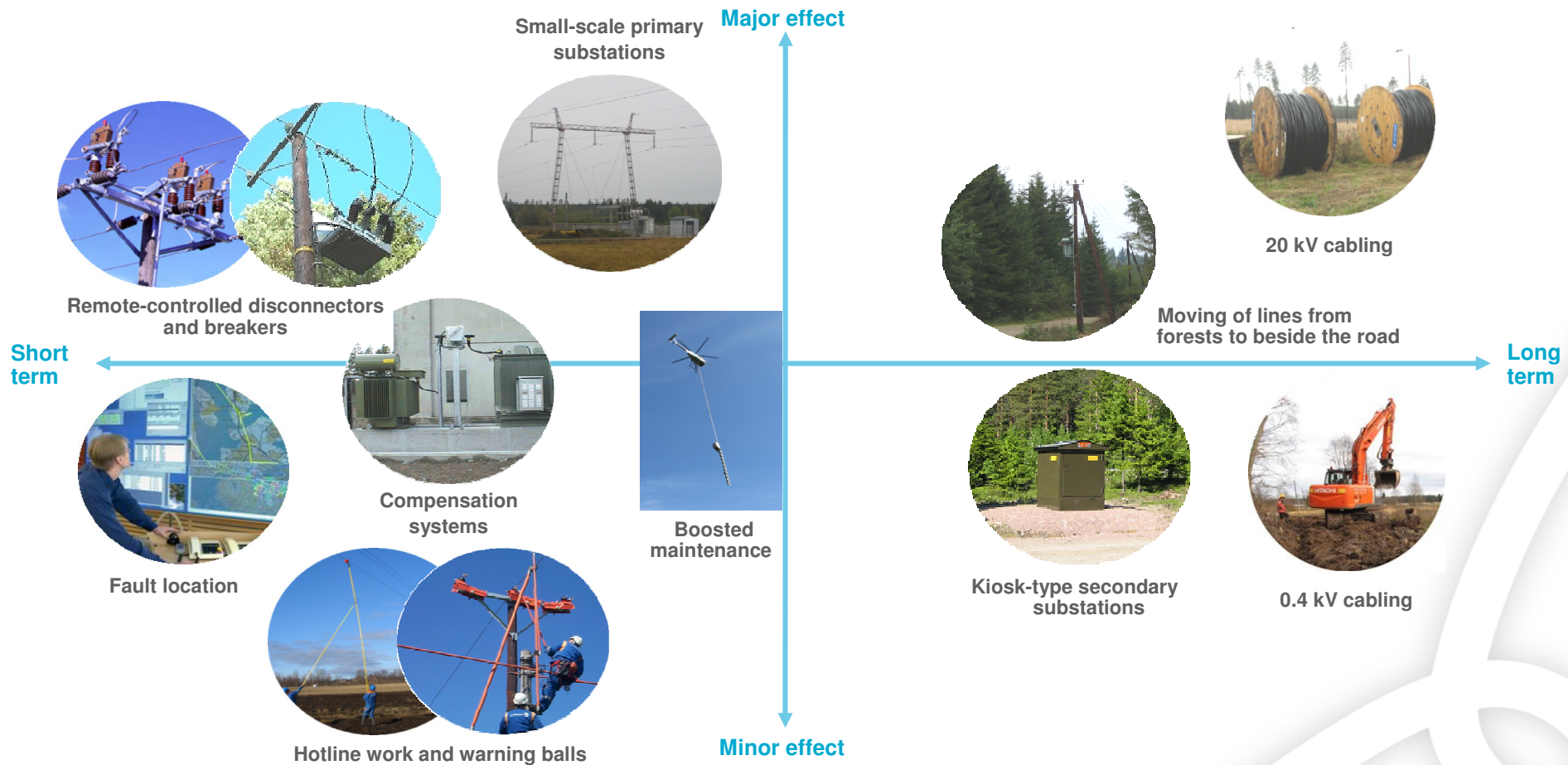
70%

Our goal during the next 15 years is to increase the proportion of underground cabling in our distribution network to 70%. At the same time, we'll bring work to the regions.

Ongoing operational excellence through partnerships (1/2)

- ✧ Embedded partnership approach to deliver flexible resourcing, limit supplier concentration and optimise costs
- ✧ Excellent asset visibility enabling business efficiencies and better cost management than other DSOs

Key Operational Initiatives

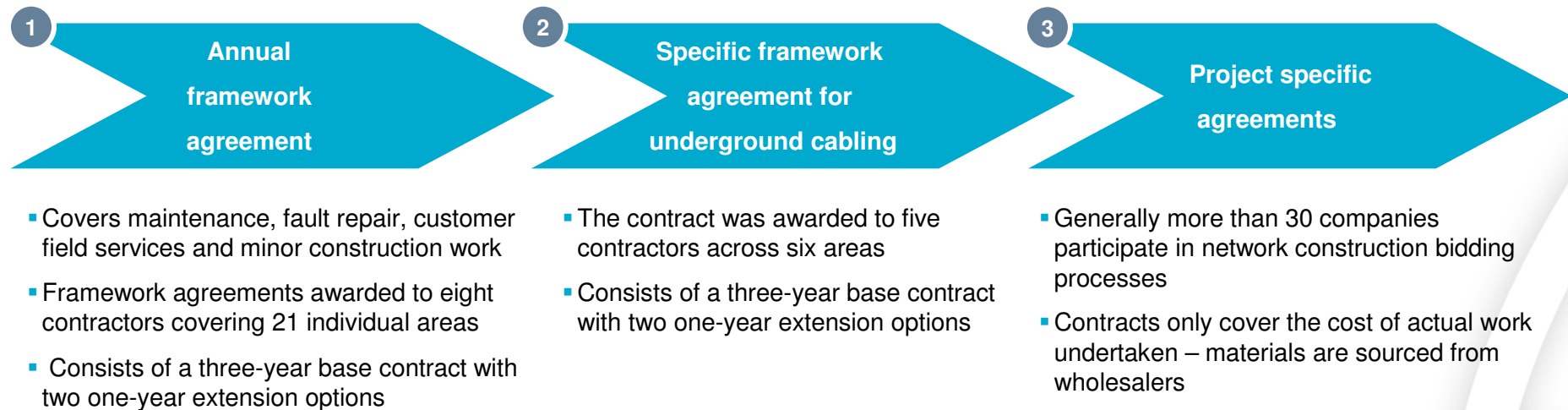


Ongoing operational excellence through partnerships (2/2)

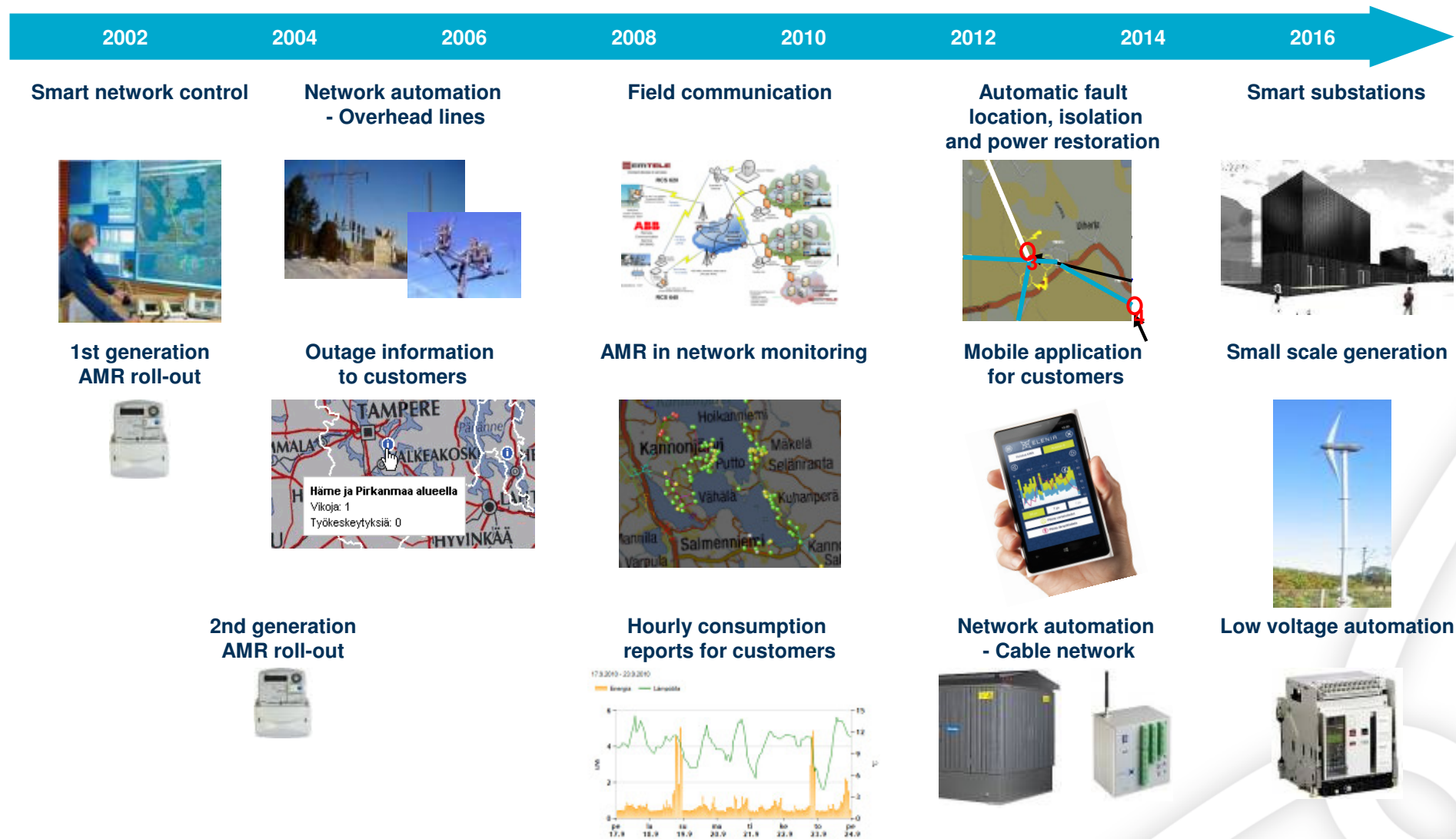
✦ Elenia is able to source best pricing and execution through competitive tender processes across a wide range of potential counterparties

- Since inception, Elenia's partnership policy has also allowed it to:
 - Develop new service concepts for its customers
 - Integrate new technologies into its business solutions
 - Help create a well-functioning contracting market in Finland that has included the introduction of civil engineering companies as well as cooperation with municipalities and telecom companies

Elenia's investment projects are delivered through one of three routes

















Track record of innovation to drive industry progress (1/2)



Track record of innovation to drive industry progress (2/2)

✧ Elenia Networks has pre-empted the Energy Authority's regulatory developments

	2002 — — — — 2007	2008	2009	2010	2011	2012	2013
Automatic Meter Readers (AMRs)	 ELENIA One of the first Nordic DSOs to introduce AMRs			 ELENIA Hourly consumption information available to customers on website		 energy authority Investment Incentive and Innovation Incentive for smart meters and R&D costs	
Security of supply	 ELENIA Investments in network automation	 ELENIA All future cabling to be underground (only Finnish network to do this in rural areas)		 ELENIA Automatic fault location, isolation and power restoration		 ELENIA 'Elenia Weatherproof' launched	 energy authority Security of Supply Incentive introduced and targets to be met by 2028
Customer friendly information services		 ELENIA Transparent real-time outage information on web, SMS and e-mail					 energy authority Amended Electricity Market Act
Customer outage compensation	 energy authority Regulatory outage compensation for outages over 12 hours		 ELENIA Voluntary customer compensation for outages over 6 hours			 energy authority 6 hour outage limits introduced	 energy authority Enhanced management of power disruptions

Strong emphasis on customer service

- ✦ Elenia Networks aims to deliver enhanced security of supply to help customers function without disruption
- ✦ Steadily growing customer base, with exceptionally low bad debt levels

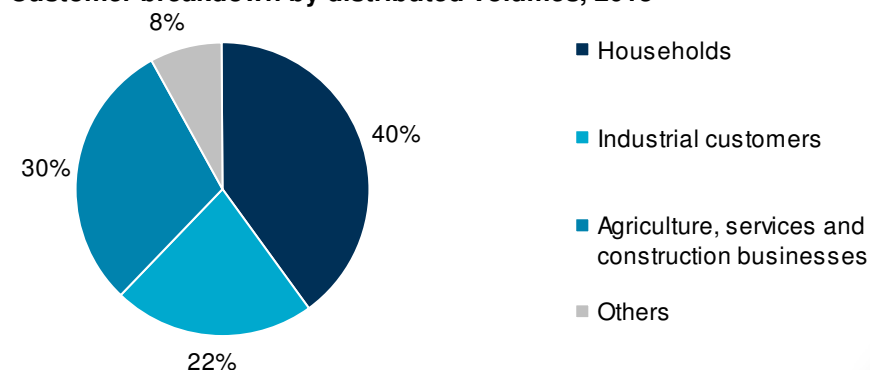
Focused and Disciplined Customer Strategy

- ✓ Strong customer focus
- ✓ Serve all customers within licensed regions
- ✓ Focus on security of supply
- ✓ Efficient supply and billing system
- ✓ Excellent customer service



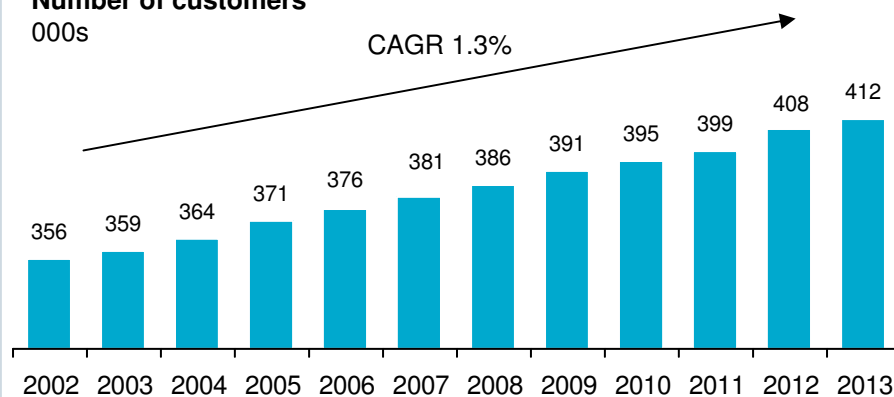
Diverse Customer Base

Customer breakdown by distributed volumes, 2013



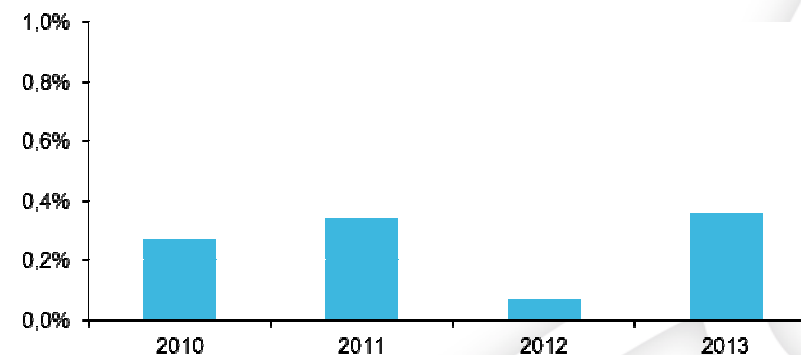
Steadily Growing Customer Base

Number of customers
000s



Exceptionally Low Bad Debt Levels

Bad debt as a proportion of revenue*



*In 2012 Elenia sold the accumulated bad debt of previous years to a collection agency and the proceeds (€0.355M) was netted off the 2012 bad debt amount. There were no equally large sales of receivables in 2013.

Supportive and stable regulatory environment

✧ Long-standing regime governed by independent regulator

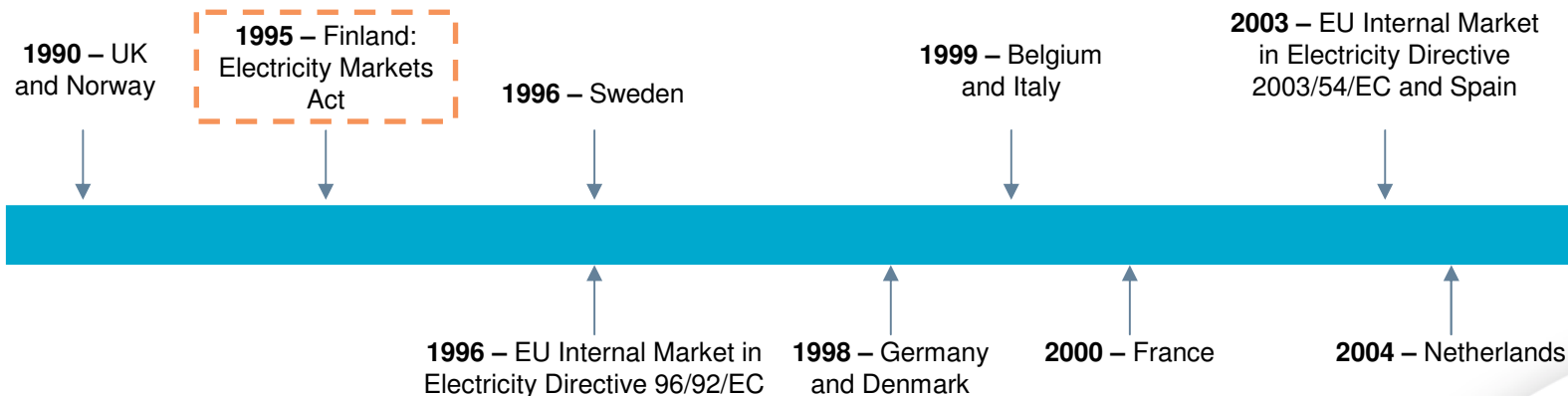
Regulatory Approach

- The Energy Authority is an entirely independent regulator
- Regulation in place since 1995 (currently in 3rd period)
- Non-transferable, perpetual licence
- Broad support for primary focus on 'security of supply'
- DSOs allowed to earn reasonable returns

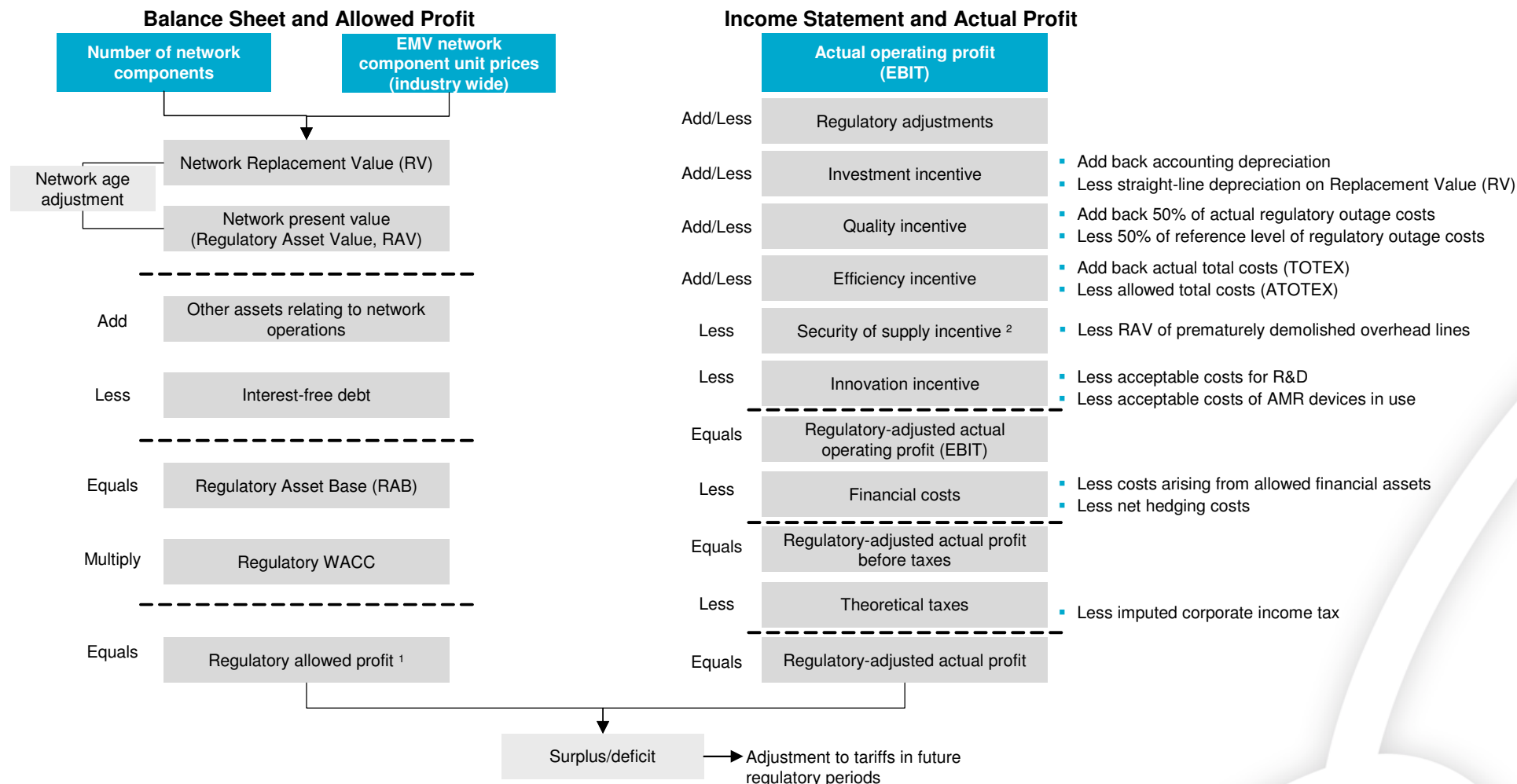
Regulatory Economics

- DSOs set own distribution tariffs within overall regulatory framework
- Regulatory allowed profit = $(RAB \times WACC) + (\text{incentives and allowances})$
- Clear incentive and allowance framework to encourage security of supply, investment efficiency, operational efficiency and innovation
- WACC is linked to Finnish 10yr government bond rate among other inputs

Finland's Regulatory System is Among the Longest Standing in Europe



A transparent regulatory building block approach

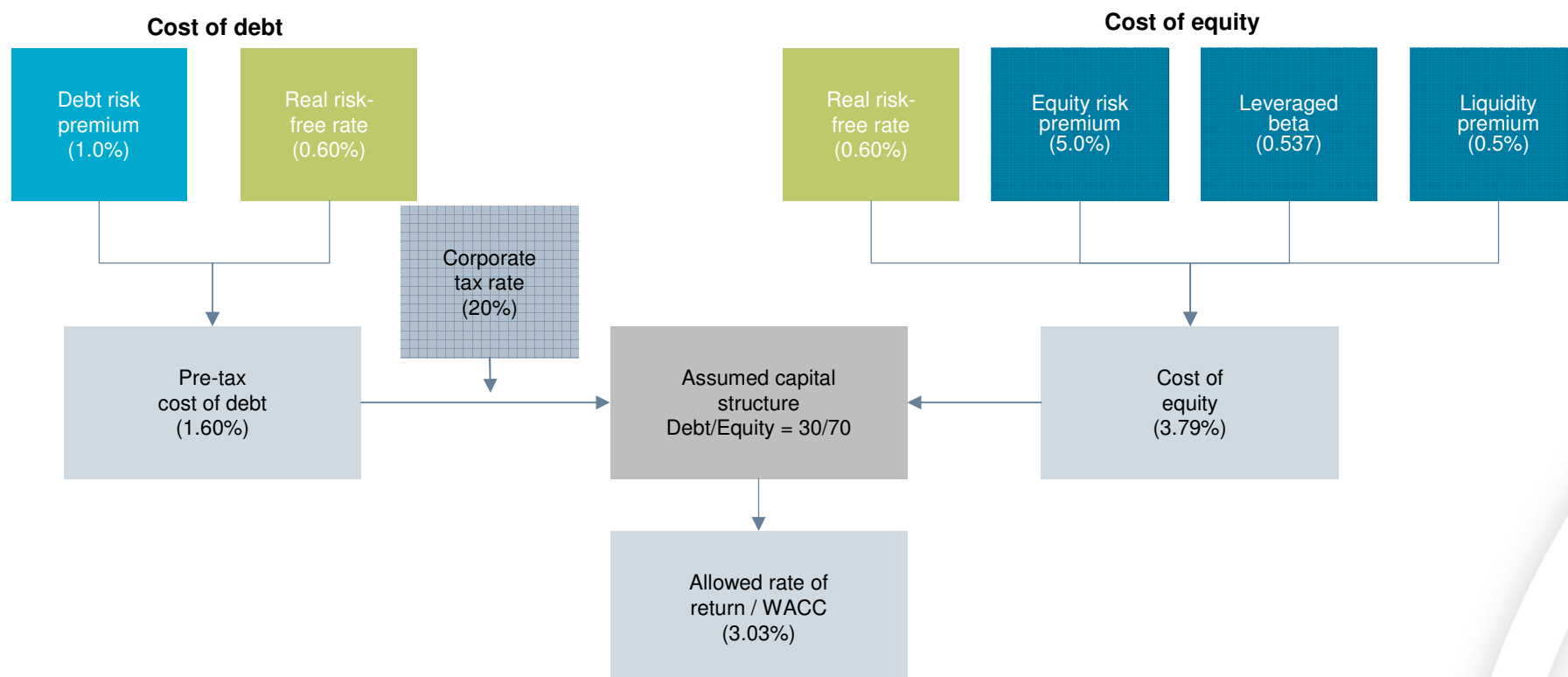


(1) Also known as 'Reasonable return'

(2) The Regulatory Asset Value (RAV) of prematurely demolished 20 kV and 0,4 kV overhead lines, pole mounted transformer stations (excluding transformers) and disconnectors is recovered through a reduction of adjusted actual profit in the year in which the asset is demolished prematurely (i.e. the asset is replaced prior to the end of its regulatory asset life)

WACC building blocks

WACC for 2014 (Third Regulatory Period)

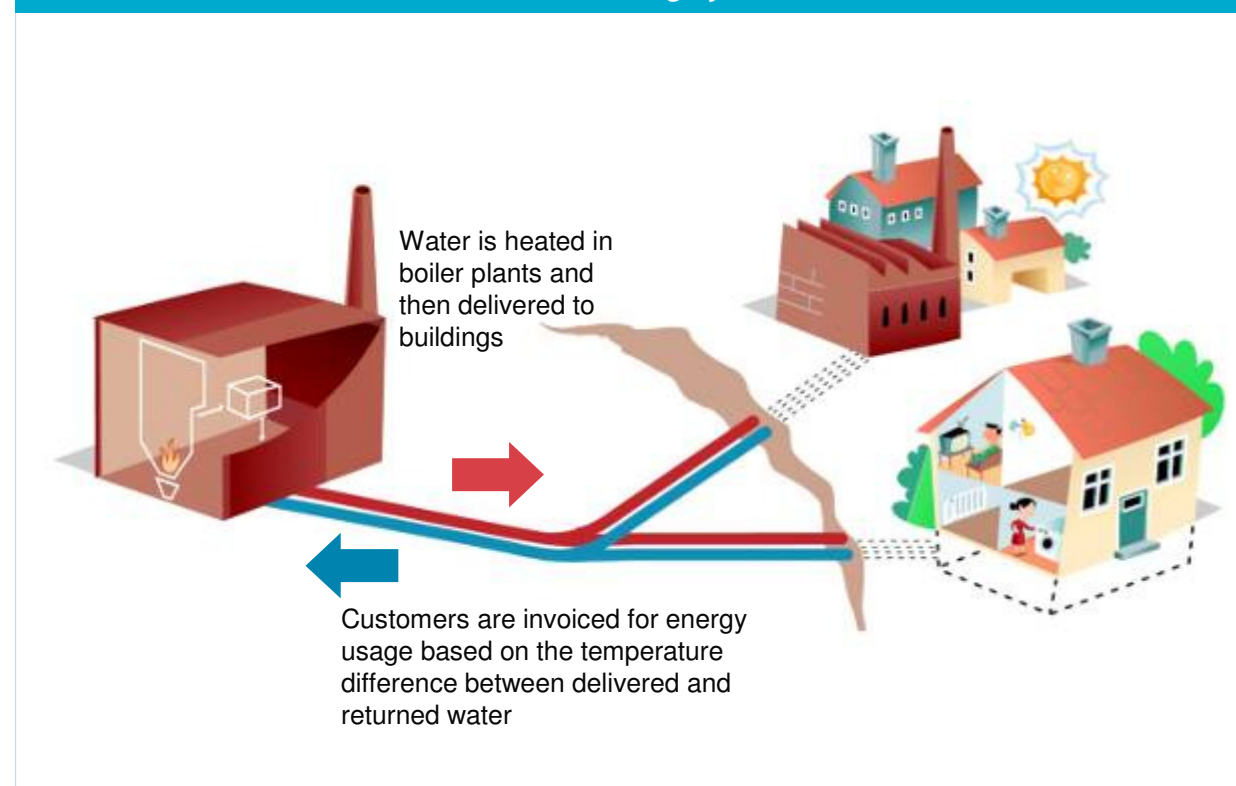


- Full details of the regulatory mechanics are included in the 'Selected Aspects of Finnish Regulation Overview' section of the prospectus
- The Energy Authority considers the ten-year yield to maturity of the Finnish government's euro-denominated bonds as the best approximation of the market risk-free rate to be used in calculating reasonable returns. To calculate the risk-free rate for a given year, the Energy Authority uses the daily average yield to maturity during May of the previous year (i.e. the risk free rate for the 2014 allowed rate of return is set during May 2013)"
- Assumed inflation of 1% is subtracted from the 10yr Finnish government bond yield to determine real risk free rate (as per the regulatory framework)

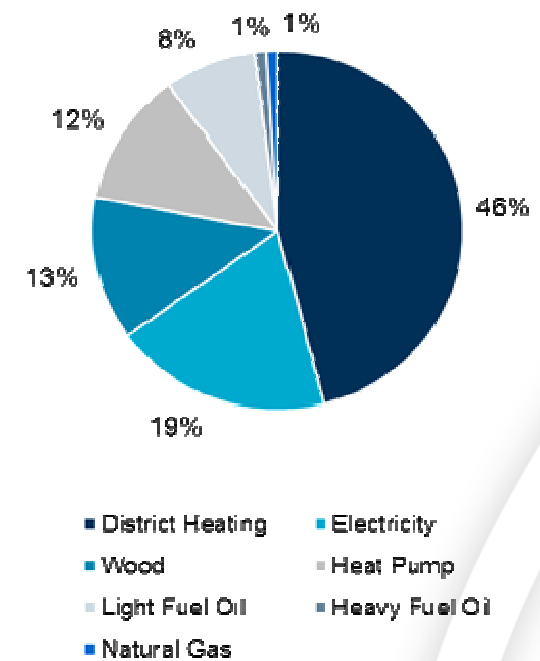
District heating - industry overview

- ✦ District heating has a 46% market share among heating solutions in Finland (much higher in cities)
- ✦ Reliable, cost efficient and expensive to replace

District Heating System



Heating Sources in Finland



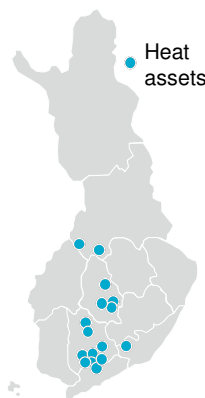
Source: Statistics Finland, 2012

Cash generative district heating business

- ✦ Elenia also owns Elenia Heat – Finland's second-largest private provider of district heating
- ✦ A stable and diverse customer base, with steady growth, low churn rates and very low bad debts

Embedded Part of Finnish Heating Market

- Owns and maintains 16 district heating networks
- ~4,500 customers in total and 85,000 end users
- 2013 sales volume of 1.1 TWh
- 'Fair District Heating Company of the Year' in 2011
- Produces ~70% of own heat primarily from bio-fuels and purchases remainder from third parties

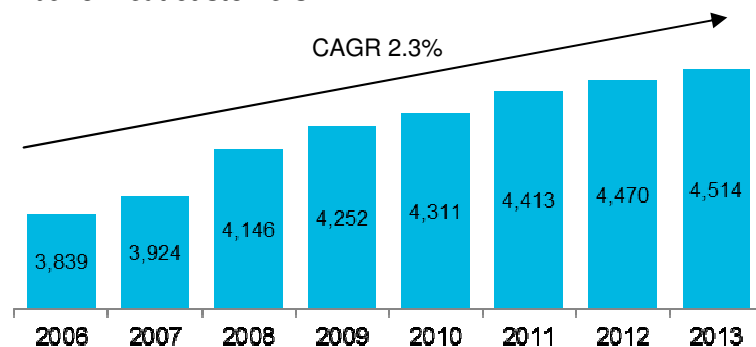


Strong and Predictable Financial Performance

- Stable, defensive and cash generative subsidiary
- 2013 revenue: €75m
- 2013 EBITDA: €19m (EBITDA margin of c.25%)
- 13% of Group EBITDA in 2013 (pre-exceptional items)
- Stronger performance in colder years
- Low customer churn rate

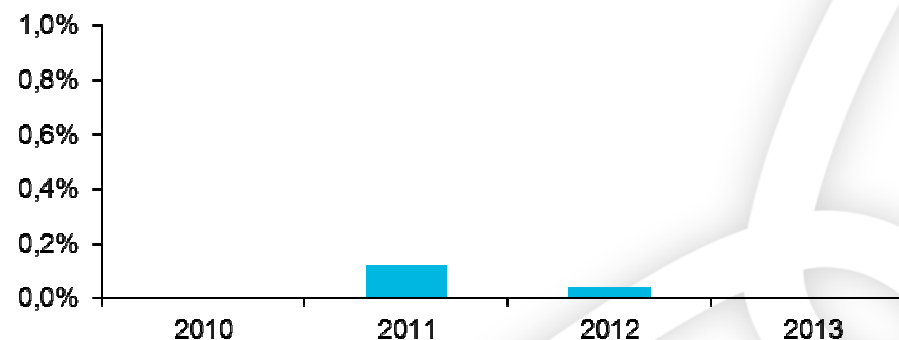
Stable Customer Base and Steady Growth

Number of heat customers



Exceptionally Low Bad Debt Levels

Bad debt as a proportion of revenue



Robust and predictable financial profile

€m	2011	2012	2013
Consolidated Revenues¹	277	308	297
Networks EBITDA	114	135 ²	134 ²
Heat EBITDA	20	22	19
Consolidated EBITDA (Networks and Heat)	133	157²	152²
Consolidated Capex	60	72	89
<i>Consolidated EBITDA margin</i>	<i>48%</i>	<i>51%</i>	<i>51%</i>
<i>Net Debt/EBITDA</i>		<i>6.0 x</i>	<i>6.6 x</i>

Since its acquisition in 2012, Elenia Group has prepared consolidated financial statements in accordance with IFRS. These consolidated financial statements include Elenia Networks, Elenia Heat and other group operations. Previously, financial statements were prepared in accordance with FAS on a business unit basis.

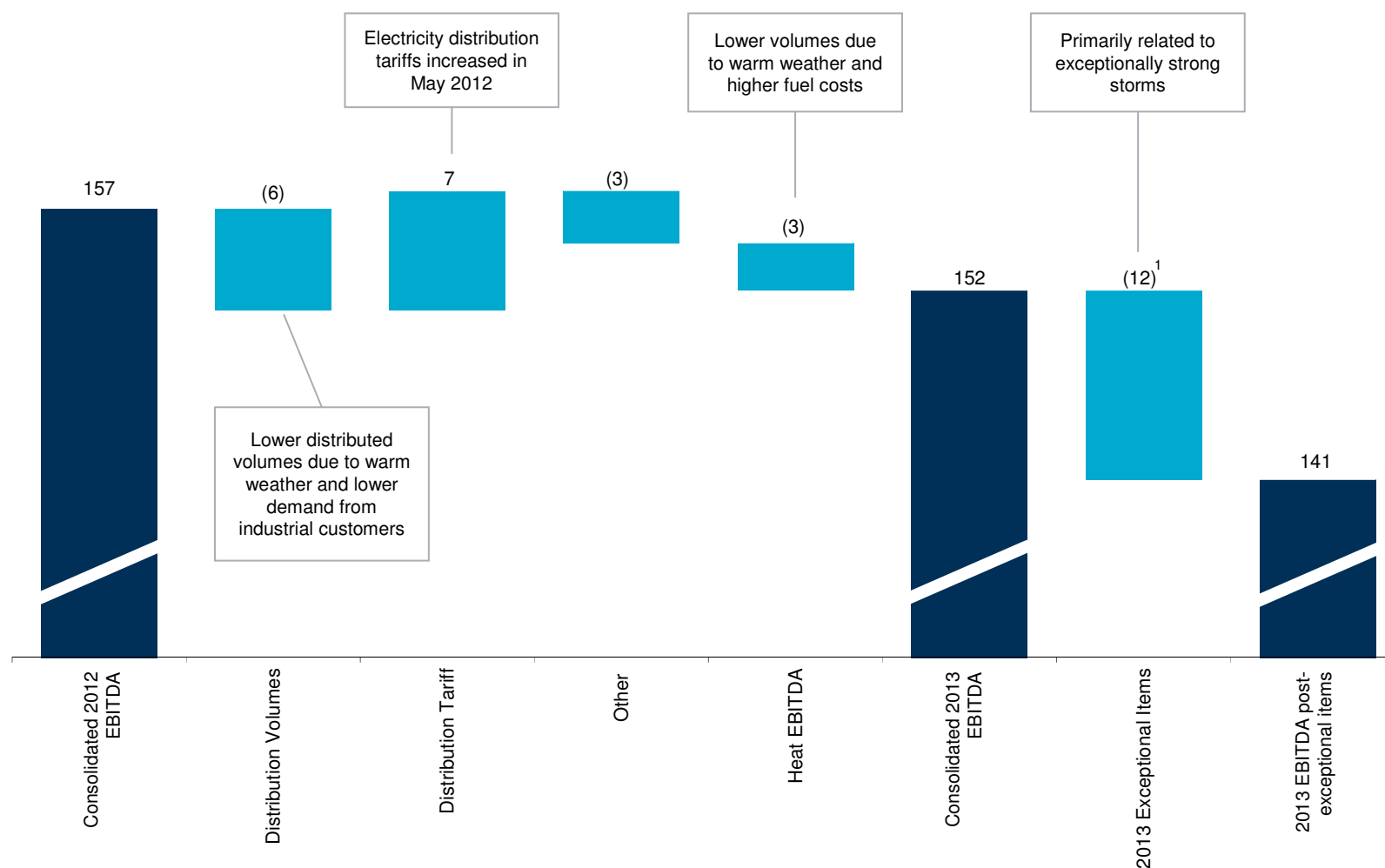
For full disclosure on the financials of the Elenia Group business please see the 'Selected Financial Overview' in the prospectus

¹ Consolidated Revenues includes Revenue and Other Operating Income

² Excluding non-recurring and exceptional items

EBITDA Bridge (2012 – 2013)

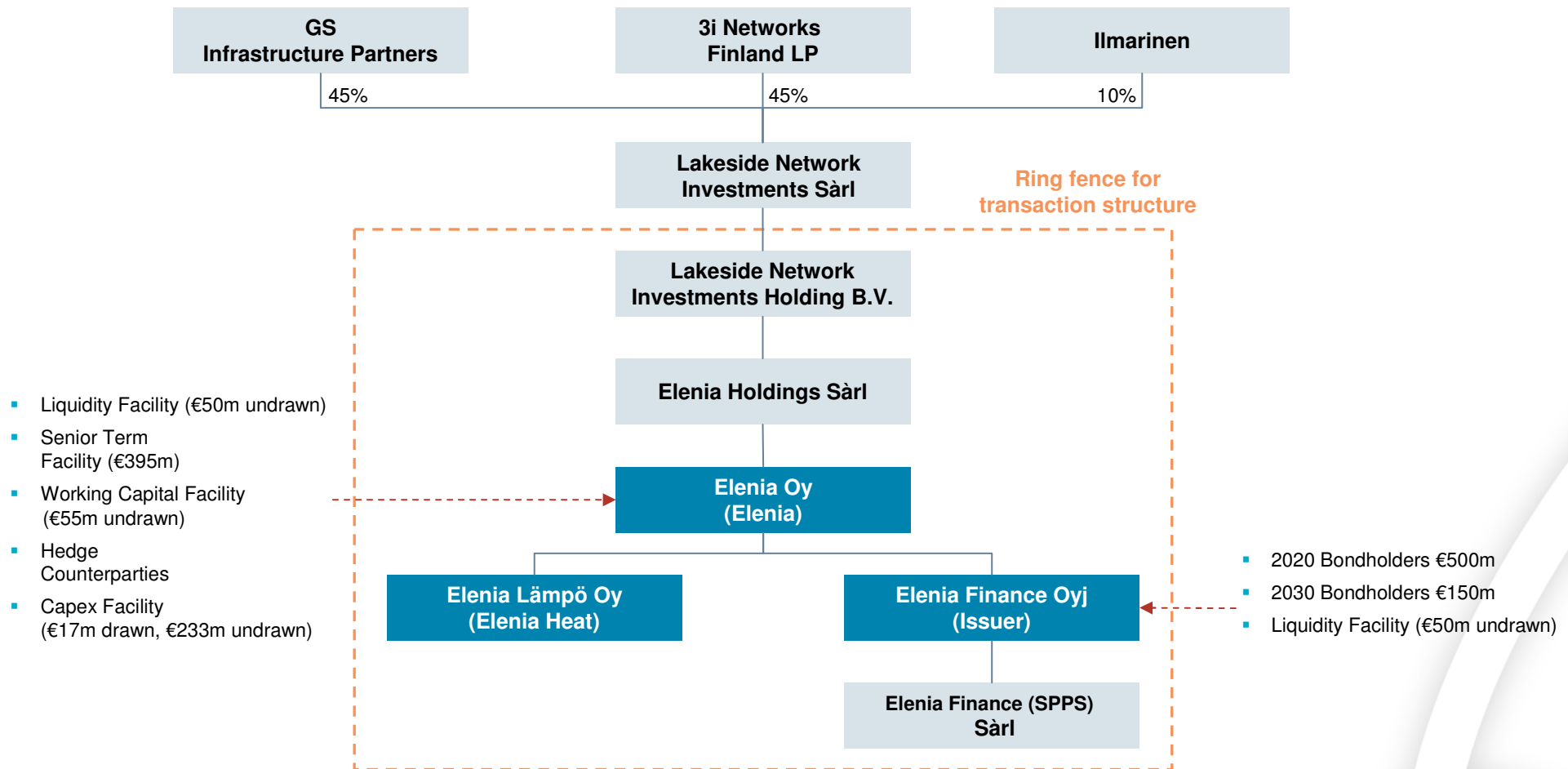
✦ Elenia's network was impacted by severe storms during the year, which led to c. €11m of exceptional storm-related costs for outage compensation, fault repair and maintenance



¹ Includes c. €11m of exceptional storm-related costs

Further information on the exceptional items can be found in the 2013 accounts

Simplified transaction structure



Note: Debt quantum shown above are as at 30th April 2014. Any proceeds will be used to refinance the Senior Term Facility. Aggregate liquidity facility of €50m which is available to both Elenia Oy and Elenia Finance Oy

Strong investment grade credit rating with significant creditor protections

✦ Security package compares well to typical UK regulated utility secured structures

	Elenia	Typical UK secured structures
Comprehensive covenant package	✓	✓
Access to liquidity facility	✓	✓
Robust security package (including asset security)	✓	✗ full asset security over regulated utilities not available in the UK save in airport sector
Strong contractual ring fence	✓	✓
Free transferability of regulated business	✓	✗ UK subject to fit and proper owner test
Sufficient creditor controls in the form of a contractual standstill	✓	✓

Key credit highlights

1	Leading electricity distribution network in Finland	<ul style="list-style-type: none"> Second largest DSO in Finland Regional monopoly, subject to economic regulation
2	Focused strategy to deliver an essential service	<ul style="list-style-type: none"> Efficient investment management to enhance security of supply Ongoing operational excellence through partnerships Track record of innovation to drive industry progress Strong emphasis on customer service
3	Supportive and stable regulatory environment	<ul style="list-style-type: none"> Independent and stable regulatory regime, with primary focus on security of supply Clear incentive framework, with DSOs able to set distribution tariffs within overall regulatory framework Good relationship with the regulator
4	Experienced and highly regarded management team	<ul style="list-style-type: none"> Management team has over 300 years of relevant experience in aggregate Strong representation in several influential industry bodies
5	Cash generative district heating business	<ul style="list-style-type: none"> Well established and integral part of heating market Stable customer base with very low customer churn and bad debt rates
6	Robust and predictable financial profile with FY2013 pre-exceptional EBITDA of €152m	<ul style="list-style-type: none"> Consistently strong financial results and operational performance Extensive investor engagement: dialogue, investor calls, financial statements and reports
7	Strong investment grade credit rating with significant creditor protections	<ul style="list-style-type: none"> Very strong underlying business with a number of distinctive credit strengths Security package compares well to typical UK regulated utility secured structures Majority of bank debt already refinanced into capital markets with the remainder not maturing until 2017

Appendix

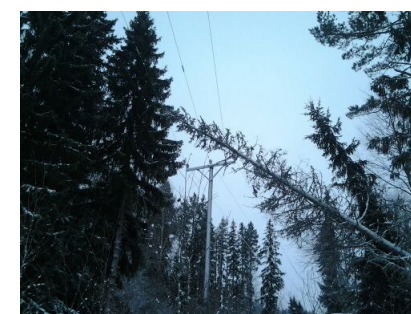
Key terms and conditions

Credit Rating	<ul style="list-style-type: none"> BBB (S&P)
Intercreditor Arrangements	<ul style="list-style-type: none"> Governed by, inter alia, a Common Terms Agreement and a Security Trust and Intercreditor Deed (STID)
Ranking	<ul style="list-style-type: none"> Bond, private placement debt and bank debt to rank <i>pari passu</i> (with the exception of super senior liquidity facility) Hedging to be either <i>pari passu</i> or super-senior Comprehensive security package
Security	<ul style="list-style-type: none"> Elenia Oy, Lakeside Network Investments Holding B.V., Elenia Holdings Sàrl and Elenia Finance (SPPS) Sàrl have granted a full security package including, inter alia, security over all of their assets, undertakings and property, including the shares they own in their Subsidiaries Elenia Oy and any Material Subsidiaries have granted a business mortgage, a pledge of bank accounts and a pledge has been given over their shares and a mortgage has been given over certain of their real property The Issuer has granted first ranking security and negative pledge over its assets, undertakings and property
Standstill	<ul style="list-style-type: none"> Contractual standstill of 18 months (can be ended earlier if majority of Participating Qualifying Secured Creditors vote to terminate the Standstill Period)
Selected Business Restrictions	<ul style="list-style-type: none"> Restrictions on Permitted Business, Permitted Acquisitions and Permitted Disposals
Cash Management	<ul style="list-style-type: none"> Pre and Post enforcement priority of payments

Selected Trigger Events	<ul style="list-style-type: none"> Financial Ratio breach: <ul style="list-style-type: none"> Interest Coverage Ratio: 1.70x EBITDA Leverage Ratio: 9.50x EBITDA Loss of investment grade rating
Selected Trigger Event Consequences	<ul style="list-style-type: none"> No Restricted Payment may be made by any Obligor After 12 months: <ul style="list-style-type: none"> Information provision and remedial plan Consultation on communication with regulator
Financial Events of Default	<ul style="list-style-type: none"> Failure to pay by an Obligor Financial Ratio breach (subject to equity cure right) <ul style="list-style-type: none"> Interest Coverage Ratio: 1.20x EBITDA Leverage Ratio: 10.5x EBITDA
Liquidity	<ul style="list-style-type: none"> Liquidity facility covering 12 months debt service
Hedging	<ul style="list-style-type: none"> Fixed or Index-Linked Hedging for Relevant Debt Minimum counterparty rating at inception Foreign exchange hedging of 100% Interest rate risk governed by hedging policy which includes minimum and maximum levels for fixed rate debt
Board Governance	<ul style="list-style-type: none"> Independent director at each of the Lakeside Network Investments Holding BV, Elenia Oy and the Issuer

Case study: Storms experienced in Autumn 2013

	Eino (17 th November)	Seija (13 th December)
Description	Strong gusts of wind caused outages in areas supplied by overhead lines throughout Elenia's distribution area	
Maximum number of customers without electricity simultaneously	92,100	58,100
Number of outages in medium voltage / low voltage network	459 MV / 385 LV outages	340 MV / 319 LV outages
SAIDI impact*	213 min	96 min
Total operational costs	€7 million	€4 million



*SAIDI: System Average Interruption Duration Index – a measure of the average outage duration for each customer served