

# 60

YEARS PRODUCING ENERGY

# 20

YEARS HELLENIC PETROLEUM

2018  
Annual Report



HELLENIC  
PETROLEUM

# 2018 ANNUAL REPORT



20/2019

60

YEARS PRODUCING ENERGY

1958-2018



HELLENIC  
PETROLEUM

20

YEARS HELLENIC PETROLEUM

1998-2018

1958-70



In 1955, the construction contract for the Aspropyrgos refinery, the first crude oil refinery in Greece, is signed. Construction began in 1956 and two years later, in 1958, the new refinery in Aspropyrgos starts operations. In 1966, the Greek entrepreneur Tom Pappas inaugurates the ESSO PAPPAS refinery in West Thessaloniki.

1971-80



In 1971, the PETROLA HELLAS refinery in Elefsina of I. Latsis Group is commissioned. In 1975, the PUBLIC PETROLEUM CORPORATION S.A. ("DEP") is established and the HELLENIC ASPROPYRGOS REFINERIES S.A. ("ELDA") is acquired by the Greek State, which fully controls the refining, distribution and trading of oil products.

1981-90



The Greek State acquires ESSO's activities in Greece, which are renamed EKO Group. In 1985, the Greek State establishes DEPEKY for the exploration and exploitation of hydrocarbons.

In 1988, the Public Gas Corporation S.A. ("DEPA") is established. DEP undertakes - on behalf of the Greek State - the refining and distribution of refined products in the domestic market and acquires ELDA and DEPA.

1991-97



The oil market is liberalized; DEP acquires the EKO Group and consolidates its position in the refining and distribution of oil products through the ELDA and EKO refineries. DEP, through its subsidiary DEPEKY, takes part in exploration concessions in Western Greece as part of the Enterprise and Triton consortiums.

1998-2007



In 1998, the subsidiaries of the DEP Group are merged and renamed HELLENIC PETROLEUM S.A. and its shares are listed on the Athens and London Stock Exchanges. Over the next few years, the HELLENIC PETROLEUM Group expands its activities to Skopje, Albania, Cyprus, Serbia, Montenegro and Bulgaria. The Greek State launches a second public offering of the shares of HELLENIC PETROLEUM SA. In 2003, HELLENIC PETROLEUM SA merges with PETROLA HELLAS SA through which the Group acquires the Elefsina refinery. The Group becomes active in the production and trading of electricity, through the construction and operation of a 390 MW CCGT plant in Thessaloniki. In 2007, ELPEDISON BV is established in cooperation with the Italian EDISON SpA, with the aim of further strengthening the Group's presence in the field of electricity generation and trading.

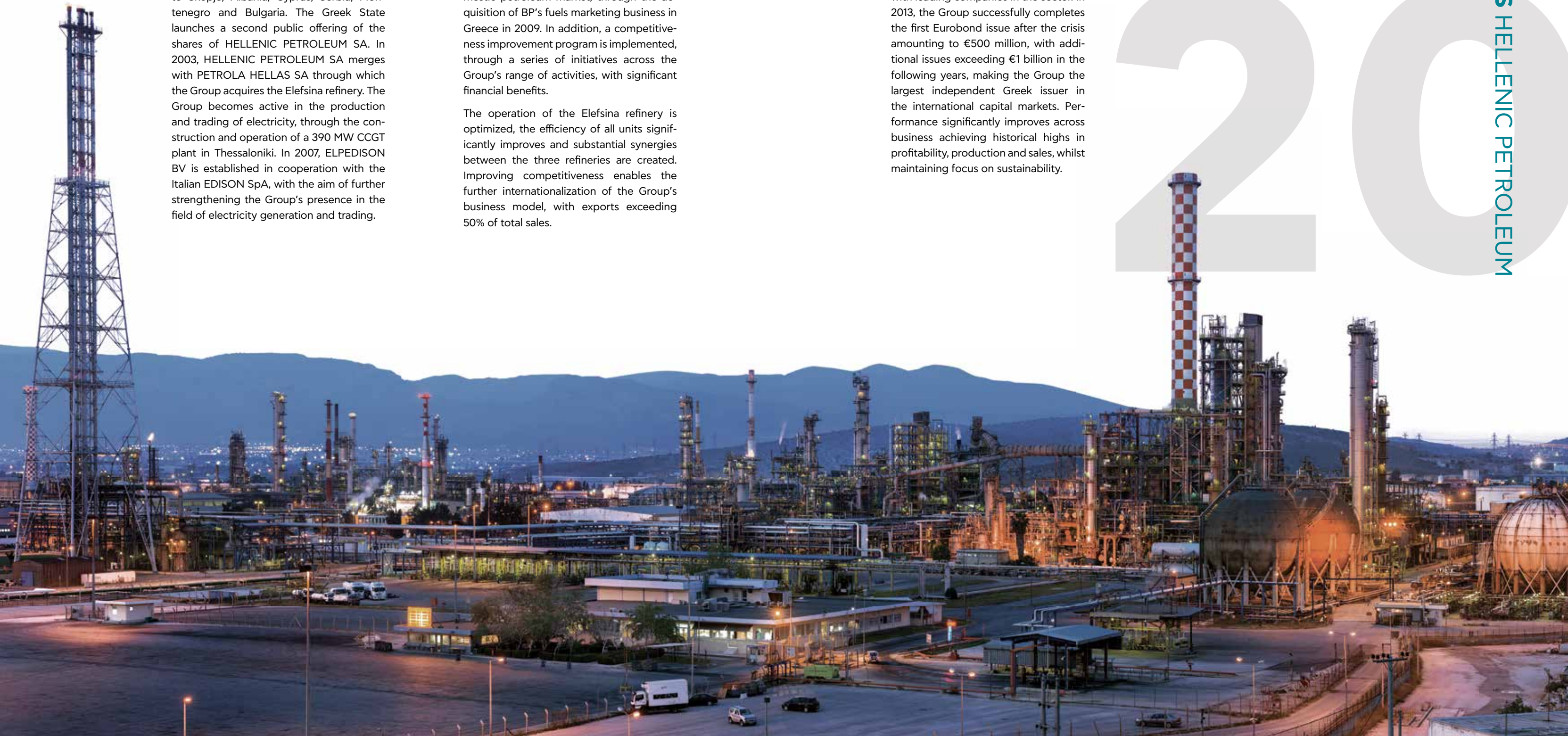
2008-18



The Group implements its strategy for asset base modernization strategy through the upgrade of the Elefsina and Thessaloniki refineries which was the largest private industrial investment in Greece (2008-2012) and strengthening of its position in the domestic petroleum market, through the acquisition of BP's fuels marketing business in Greece in 2009. In addition, a competitiveness improvement program is implemented, through a series of initiatives across the Group's range of activities, with significant financial benefits.

The operation of the Elefsina refinery is optimized, the efficiency of all units significantly improves and substantial synergies between the three refineries are created. Improving competitiveness enables the further internationalization of the Group's business model, with exports exceeding 50% of total sales.

ELPEDISON proceeds with a second power plant (CCGT) in Thisvi Viotia, with a 420 MW capacity, which starts commercial operation in 2011. In Upstream the Group develops an exploration portfolio in Greece in collaboration with leading companies in the sector. In 2013, the Group successfully completes the first Eurobond issue after the crisis amounting to €500 million, with additional issues exceeding €1 billion in the following years, making the Group the largest independent Greek issuer in the international capital markets. Performance significantly improves across business achieving historical highs in profitability, production and sales, whilst maintaining focus on sustainability.

60  
20  
20 YEARS HELLENIC PETROLEUM

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# Message to Shareholders

## Message of the Chairman and CEO to Shareholders

In 2018, the period of surveillance for the Greek economy came to an end, following the successful conclusion of the final economic adjustment programme in August. The recovery of the Greek economy accelerated in 2018, with GDP growth rate at 1.9% and expected to reach 2.4% in 2019.

Those significant factors improved confidence in the Greek economy and drove the developments which enabled the increased bank liquidity and further relaxation of restrictions on capital movement, the upgrade of Greece's credit rating and the successful issue of a five-year bond in February 2019, the first step in the country's process towards normality.

2019 is a challenging year for Greek economy; having as main objective the strengthening of export-orientation and international competitiveness, it is also required to formulate and implement a sustainable development model, in an uncertain and volatile international environment.

The slowdown in global and European economies, due to intensified commercial protectionism and growing geopolitical risks, as well as existing inequalities, which contributed to the emergence of nationalistic and extremist political forces, create a challenging environment in which Greece is expected to achieve the restructuring of its economic model, with the adjustment requirements relating to the new socio-economic structures shaped under Industry 4.0 and the transition to the post-digital era being key considerations.



In the international oil sector, Brent crude prices continued to recover for the largest part of 2018, despite high volatility and a significant decline in 4Q18, partly offsetting the increase recorded earlier in the year. At the same time, there was a significant increase in CO<sub>2</sub> emission rights prices, as they tripled on average, adding to the burden of production cost in the refinery sector and highlighting the competitiveness deficit of European refineries.

However, despite the negative impact of the crude oil price drop in the 4Q18 and the increased environmental compliance cost, HELLENIC PETROLEUM maintained its profitability at particularly high levels throughout 2018, with Adjusted EBITDA amounting to €730 million, while the Group's balance sheet improved, with Net Debt below €1.5 billion and gearing ratio reaching 38%, the lowest since 2009.

Strong performance in Refining, Supply & Trading, as well as Petrochemicals, with refinery production higher (15.5 million MT) and a new export sales record at 9.4 million MT (+12%), as well as a historical high in polypropylene production, had a notable contribution in high profitability.

In Fuels Marketing, the company operated petrol stations network continued to grow, while Aviation and Bunkering benefited from the positive trend due to higher tourism. Our International Marketing subsidiaries sustained high levels of performance.

Furthermore, in 2018, the Group's portfolio in Exploration and Production was further developed, due to the award of three exploration areas in Western Greece, and the finalisation of the agreements for four additional exploration areas in the Ionian Sea and west and southwest of Crete, as a result of international tenders in which the Group participated in partnership with leading companies in the sector, such as TOTAL, Exxon Mobil and REPSOL.

However, the evolving international environment, combined with increased requirements for Greece's successful journey towards European regularity, as well as its transition to a sustainable economic model, do not allow for complacency and require the Group to regularly redefine its strategy and goals, in order to continue its successful course in the future.

The Group's strong growth for the fourth consecutive year (production, sales and exports record high), the stabilization of profitability at high levels (the average EBITDA for the last 4 year period was €763 million), the significant increase of capitalization (€2.6 billion in 2019 vs. €0.9 billion on 11-2-2016), increased dividend pay-out (0.75 euro/share), increased employee benefits and remuneration and, finally, the Group's international presence as a key player in the energy sector developments in South-Eastern Europe, reflect its successful export-oriented and competitive course.

However, in order to maintain this level and to develop further, a new sustainable development model is needed, which requires the implementation of a programme providing for the Group's active participation in the rapid changes of the external environment, in energy transformation to reduce carbon footprint and to tackle climate change, as well as digital transformation.

The Management has completed the design of the new sustainable growth model and already started to implement the five-year development plan for 2019-2023, as part of the Group's transition program to the post-digital era. The key features of the new sustainable development model, aiming mainly to strengthen export orientation and international competitiveness, are:

- a) adoption of Corporate Governance international best practices
- b) increased awareness for Safety and Environmental Protection
- c) modern Human Resources Management and IT systems
- d) investments for achieving the transition to the post-digital era and low carbon economy
- e) critical enhancement of the knowledge triangle (education, research, innovation)
- f) increased contribution in social cohesion through appropriate Corporate Social Responsibility programs

In this context, the main medium-term goals of the 2019-23 plan focus on Safety and Environment, Energy and Digital Transformation, the development of Renewable Energy Sources and positioning in Natural Gas and Exploration & Production. At the same time, the Group continues to implement its targeted Corporate Social Responsibility program.

In concluding the five-year period 2014-2018, which proved to be the most successful period in the history of the Group, with high expectations for the future, with export-orientation and competitiveness shaping the vision for the Group's role in SE Europe in the next 10 years, the Management of HELPE SA would like to thank all of the Group's employees for their significant contribution, as well as the shareholders for their continued support and trust.



**E. Tsotsoros**  
Chairman of the Board of Directors and CEO

## Deputy CEO message to shareholders



2018 marked the 60<sup>th</sup> anniversary of Aspropyrgos refinery and the 20<sup>th</sup> year since the formation of HELLENIC PETROLEUM Group. During this year, the Group reported strong results, promoted value adding strategic initiatives and above all achieved improved and safe operations of its production units.

While the financial performance of Refining, Supply & Trading business, being our main activity, reflects developments in international refining environment, it is determined by strategic initiatives in respect of investment decisions and their implementation. The consistently positive results of the last few years are indicative of the strong foundation and reflect the choices made, as well as the successful completion of the strategic refineries upgrade program.

### Changing international refining environment

2018 marked a change in refining environment; following a period of low oil prices and strong refining margins, we experienced, once more, increasing oil prices (+31% vs 2017) and lower margins (-10%). In addition, material variable operational costs such as energy costs, recorded a significant increase while CO<sub>2</sub> emission rights price for EU based refineries, almost tripled on average vs 2017.

During 2018-19 refineries will be called to transition to the new low-sulphur marine fuels, with significant impact on production operations, trading and expected financial performance. HELPE refineries and especially Elefsina, are in a position to effect this transition without the need for material investments and to continue being a reliable source of high quality fuels for their customers in the region.

### Consistent positive financial results and balance sheet improvement

The 2018 reported financial results confirm the positive performance and strong position of the Group in the Greek market. Improved refining operation led total production and sales to record high levels of 15.5m MT (+3%) and 16.5m MT (+4%) respectively. Equally, profitability remained strong for one more year, with Adjusted EBITDA at €730m and Adjusted Net Income at €296m, despite the weaker margin environment.

Improved cash flows, on account of strong results and the sale of DESFA, led to a reduction of Net Debt below €1.5bn and financial gearing to 38%, the lowest since 2009. Furthermore, the successful refinancing of €900m of bank facilities, helped to improve even further Group financing costs and balance sheet.

### High dividend yield

This performance supported the Board of Director's decision to propose the distribution of the highest ever dividend in the Group history, which, including a special distribution from the sale of DESFA (€0.25), amounts to €0.75 per share for FY18 (€229m).

### Developments in strategy implementation with focus on growth and competitiveness

The Group's strategy update evolved around renewable energy sources growth, opportunities in increasing refining profitability, as well as improving operational competitiveness. On that front, progress has been made in designing and implementing energy efficien-

cy projects and the further digitalization of Group operations. With respect to the exploration portfolio in Greece, we saw the expansion in Western Greece, in partnership with international industry leaders, while in Power & Gas we review our strategy according with recent and expected developments in the Greek energy regulatory framework and market.

### Safe operations and improvement of environmental footprint

Safety and Environment remain top priorities for the Group. While key safety indicators improved significantly in 2018 to the best levels in the last 5 years and refining air emissions per unit of throughput have recorded material improvement since 2014, we remain focussed and continuously search for further improvements.

Finally, we would like to thank our customers for their trust, our shareholders for the continuous support and the employees of the Group for their continuous effort and significant contribution to building HELLENIC PETROLEUM into one of the most successful companies in the region.

**Andreas Shiamishis**  
Deputy Chief Executive Officer  
and Chief Financial Officer



# 2018 HIGHLIGHTS

Strong profitability maintained with Adj. EBITDA at



**€730 million**

Financial Cost reduction

**32%**

over the last five years



Total exports

**€9.4 million tons**



**+12%**

Increased return to shareholders

**€229 million**

total dividend



**€1.7 billion**

social product to various stakeholders (incl. indirect taxes)



Improved Balance Sheet - Net Debt below

**€1.5 billion**



**Improved safety**



performance reaching the highest levels in recent years



# Strategy and Operations

# Strategy

Having successfully implemented an important development and transformation program in 2007-2012 over the last five years, the Group focused on taking full advantage of its investments and maximizing economic return, thereby achieving the objectives set in 2013 to increase profitability and improve its balance sheet.

The Group is now able to develop a new strategy for the period 2019-23, the main pillars of which are:

1. Safety, Environment and Social Responsibility
2. Improving Competitiveness in core activities and increasing Export Orientation
3. Developing new activities, with sustainability as key consideration
4. Energy Transformation
5. Digital Transformation and Innovation

Through the implementation of Strategic Priorities presented below, the Group aims to significantly improve profitability.

## Leveraging Investments to Improve Performance and Safety

- Optimization of the new refining model, maximizing the full potential of all three refineries, as well as the synergies between them.
- Further development of international trading activities in the Mediterranean and the Balkans.
- Preparation for the upcoming changes in bunker fuel specifications (new IMO Regulation, effective from 2020). Increasing the number of crude oil types for processing and testing new types of crude oil to maximize production flexibility and ability to respond to market requirements.

Significant progress has been achieved regarding the operational optimization at Elefsina refinery and the implementation of a series of synergies between the three refineries, production increased to 15.5 million tons, with a substantial positive impact on the Group's financials.

The Aspropyrgos Refinery is expected to be affected by the forthcoming changes in bunker fuel specifications; to this end it has already started preparation by implementing appropriate planning and successfully testing new types of crude oil, as early as 4Q18.

Implementation of transformation programs to

# improve profitability



## Performance Improvement; Energy and Digital Transformation

The Group prepared and has already started to implement the Transformation Program 2019-2023, with anticipated benefits of €100 million, which includes:

- Operational and cost optimisation, benchmarking versus the safest and most competitive European refineries.
- Implementing Energy Transformation plans across business units with the aim of improving the environmental footprint, while capturing economic benefits.
- Implementing a Digital Transformation strategic program in the Group's business units and central services.
- New BEST program for optimizing procurement of equipment and services.
- Retail Transformation, with an emphasis on extending the COMO service stations network as well as increasing the NFR products and services offering.

In 2018, energy transformation plans were developed, on all business units aiming to reduce CO<sub>2</sub> emissions by 200,000 tons over the five-year period and the first stage of the Group core business digital transformation study was completed, whereas development of procurement optimisation planning will follow.

## Investments in Refining and Development in RES

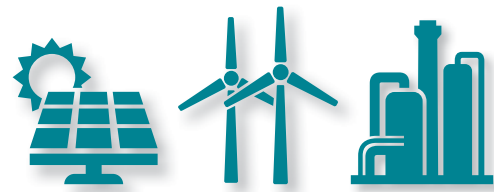
- Emphasis on enhancing the performance of conversion units and improving the refining margin in all manufacturing facilities of the Group.
- Development of a significant Renewable Energy Sources portfolio.

In addition to long term maintenance investments in its facilities and infrastructure, the Group has been planning an investment plan of €300-400 million for the five-year period 2019-2023, with significant financial benefits. In its core business, the Group has identified high return investment opportunities, mainly in its complex refineries, to increase high value product output.

In the Renewable Energy Sources sector, the Group has 400 MW of power projects in various stages of development, as well as 26 MW already in operation. At the end of 2018, an additional 9 MW PV project in the area of Karditsa, became operational. In the next years, the Group seeks to develop PV, wind and biomass projects with a total operating capacity of 250-300 MW.

Growth investment plan exceeding

€300 million



### Maximising Activities' Portfolio Value

- Further increase vertical integration of International Marketing and Petrochemicals with Refining.
- Invest in International Marketing in order to strengthen the Group's position in the main regional markets.
- Focus on the Exploration of Hydrocarbons in Greece in cooperation with international partners.
- Enhance ELPEDISON's position in power generation and trading, and transition to the target model.
- Participation in Natural Gas trading.

In 2018, the sale process of 66% of the share capital of DESFA (31% owned by HRADF and 35% by HELPE SA) to "SENFLUGA Energy Infrastructure Holdings S.A.", a consortium composed of the Snam S.p.A., Enagás Internacional S.L.U. and Fluxys S.A., for a total consideration of €535 million (HELPE share: €284 million) was successfully completed and proceeds were received. In view of the upcoming DEPA privatization, the Group will seek to further clarify its position in the Natural Gas sector, by maximizing the value of its participation, with an emphasis on activities that complement the Group's portfolio.

The Group also recorded significant development in Exploration & Production, implementing its strategy to further expand its exploration portfolio in Western Greece, in cooperation with reputable companies in this sector, such as ExxonMobil, TOTAL, Repsol and

Edison. The Group will continue investing in opportunities in the E&P sector, in order to maximize shareholder value, considering interests of all stakeholders.

### Deleveraging Group

- Gradual deleverage from cash flow increased.
- Reduction of Gross Debt and financial costs.

The Group's financial position strengthened further, as financial costs recorded further decrease of 12% in 2018, following the successful completion of the refinancing program, while gearing ratio reached 38%, the lowest since 2009, in line with Group's long-term strategy.

### Developing Human Resources

- Focus on developing our people and their expertise through investing in continuous training.
- Establish a culture of excellence and reward in all of our activities.

The Group has continued to invest in training throughout the crisis. Over the last few years, the Group has proceeded to the development of the EDGE and EDGE Commercial training programs and increased training hours.

35% of DESFA sold for

€284 million



### Focus on Corporate Social Responsibility

- The Group's contribution and responsible attitude towards the community as a whole, in collaboration with institutions, volunteer organizations and NGOs, are directed to 5 key axes: Vulnerable Social Groups & Health, Youth and Education, Sustainable Cities and Environment, Culture, Sports.

In 2018, the Group increased its social responsibility actions.

### Corporate Governance Review

In the context of continuous improvement of Corporate Governance, HELPE aims at implementing the following actions:

- Implementing a process and establishing a nominations Committee for members of the Board of Directors
- Preparation of the operations manual for the members' nomination committee which will be included in the Operations Manual of the Company.
- Regular evaluation of the size and composition of the BoD.
- Development of a nomination policy for members of the Boards of Directors of the Group's subsidiaries.

- Evaluation of the BoD and its committees.
- Taking advantage of all the provisions relating to the structure, composition, as well as duties and responsibilities of the Audit Committee (L. 4449/2017).
- Minimizing deviations from the Corporate Governance Code and its practices.



# Business Environment

The global economy continued to grow in 2018, while refining environment slightly deteriorated

## Global Economy<sup>1</sup> and Petroleum Industry<sup>2</sup>

In 2018, the growth rate of the global economy remained at a high level (2.9% estimate) marginally lower versus last year (3% in 2017) driven by commercial and industrial activity. Unemployment continued to decline and for many countries came at the lowest levels since the start of the global economic crisis. GDP growth in advanced economies declined marginally by 0.1% to 2.2% and in emerging economies from 4.3% in 2017 to 4.2% in 2018. The factors that affected growth were trade tensions, rising borrowing costs for both developed and emerging economies, as well

as global geopolitical developments - U.S. sanctions against Iran.

In Euro area, GDP growth slowed considerably to an estimated 1.9%, below expectations and down 0.5% compared to 2017, as exports slowed due to strong euro and declining demand. In Italy, concerns about the stability of the financial system and political developments increased the country's borrowing costs.

In the US, growth is estimated to have reached 2.9% in 2018, higher than both forecast and 2017, driven mainly by fiscal policy and domestic demand, with the unemployment rate at the lowest of the last 50 years. The US Federal Reserve continued to normalize monetary policy in 2018, further increasing interest rates.

With regard to emerging economies, growth in China, which remains strong, is estimated to have reached 6.5% in 2018 (down 0.4% compared to 2017), as industrial output and exports were affected by trade tensions, mainly with the US and a slowdown in certain economies. In Turkey, economic activity in 2018 declined sharply (3.5% compared to 7.4% in 2017), reflecting the sovereign debt crisis, increased political uncertainty and reduced confidence that led to a significant currency depreciation.

World oil demand growth is estimated to have increased by 1.5 mbd, in 2018, taking global demand to 98.8 mbd. In 2019, it is expected to increase by 1.3 mbd, exceeding 100 mbd. Demand in both European and Asian OECD countries was affected by high oil prices

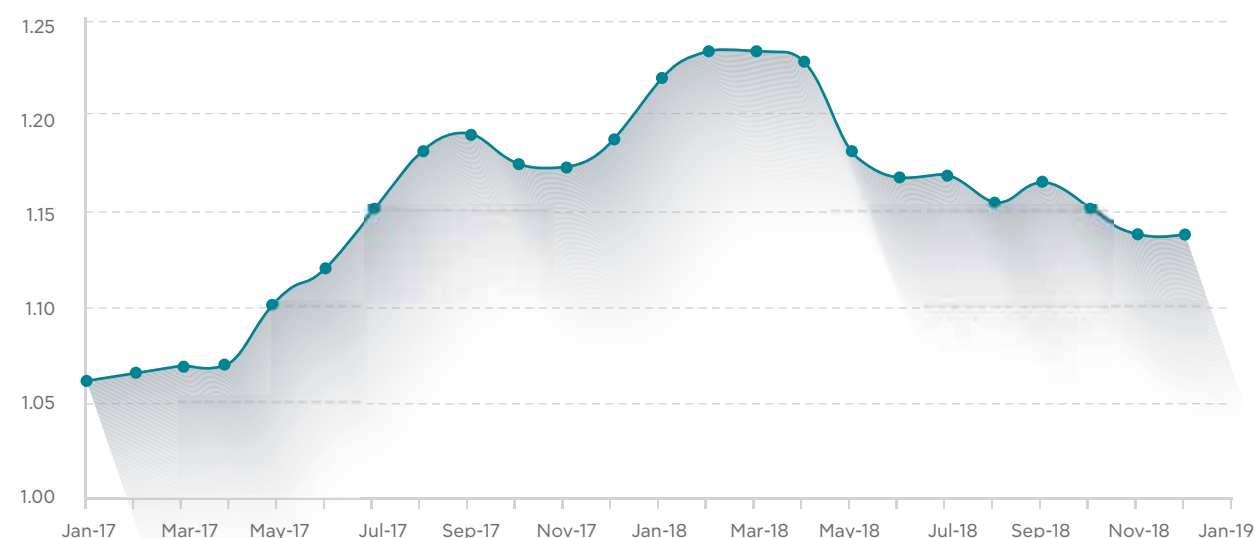
and a slowdown in economic activity. On the contrary, demand in North America was strong, supported by the expansion of industrial activity (increased petrochemical capacity) and economic growth.

Global oil production in 2018 increased mainly due to non-OPEC production growth of 2.5 mbd, with the US, Canada, Russia and Kazakhstan being the key contributing countries.

This partly offset the reduced OPEC production (-1.1 mbd) compared to 2017. Following an OPEC decision in January 2019, its members will proceed to a total reduction of 1.2 mbd aiming to stabilize prices. The increase in supply is expected from countries outside OPEC for 2019 as well.

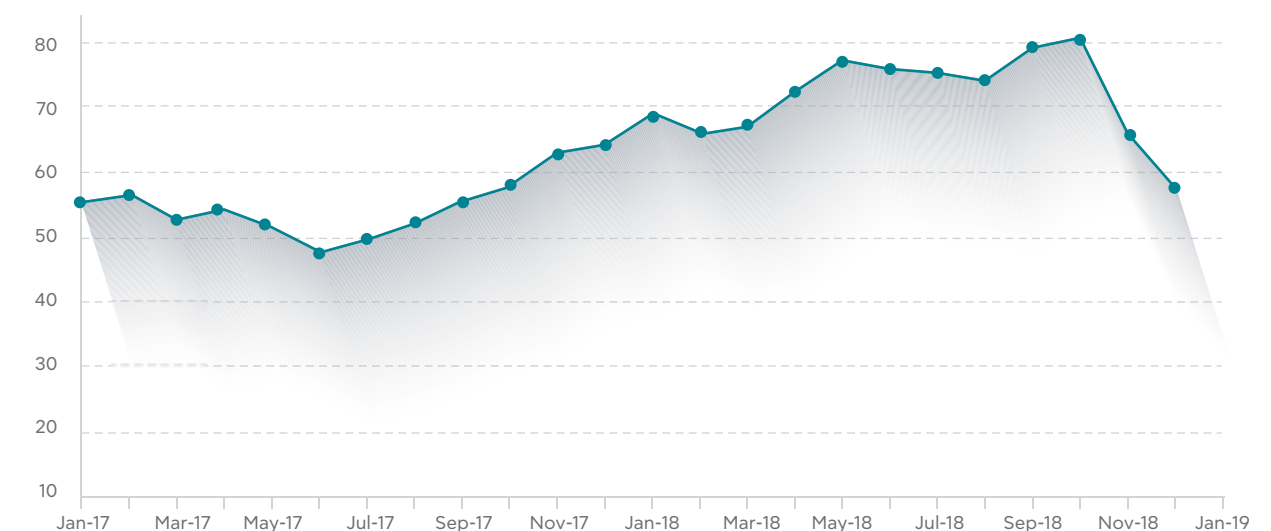
### €/€ Exchange rate

Average 2018: 1.18 €/€



### Brent Crude oil Prices (\$/bbl)

Average 2018: 71.5/bbl



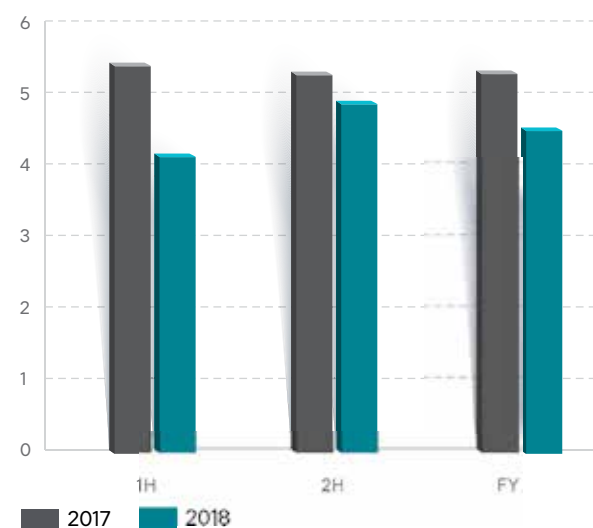
<sup>1</sup> Source: World Bank, World Economic Outlook Update, January 2019

<sup>2</sup> Sources: OPEC, "Monthly Oil Market Report", December 2018 / IEA, Oil Market Report, December 2018

Brent crude oil averaged \$72/bbl in 2018, up 29% vs 2017, with significant volatility throughout the year, peaking above \$80/bbl in the beginning of 4Q18, before dropping significantly below \$50/bbl at the end of the year. US production growth, geopolitical developments (tensions in Middle East, resumption of US sanctions against Iran), production control by OPEC, as well as the macroeconomic environment were the main pricing drivers in 2018.

In terms of crude oil differentials, the Brent-WTI averaged \$6.8/bbl in FY18, significantly higher than 2017 due to the continued increase in US production. Brent-Urals spread in 2018 increased by \$0.2/bbl, to \$1.2/bbl with significant volatility due to fluctuation in the supply of high sulphur crude oil in the region.

Med Benchmark Cracking Margins (\$/bbl)



Med Benchmark Hydroskimming margins (\$/bbl)



In 2019, world oil demand is expected to reach

100 million barrels

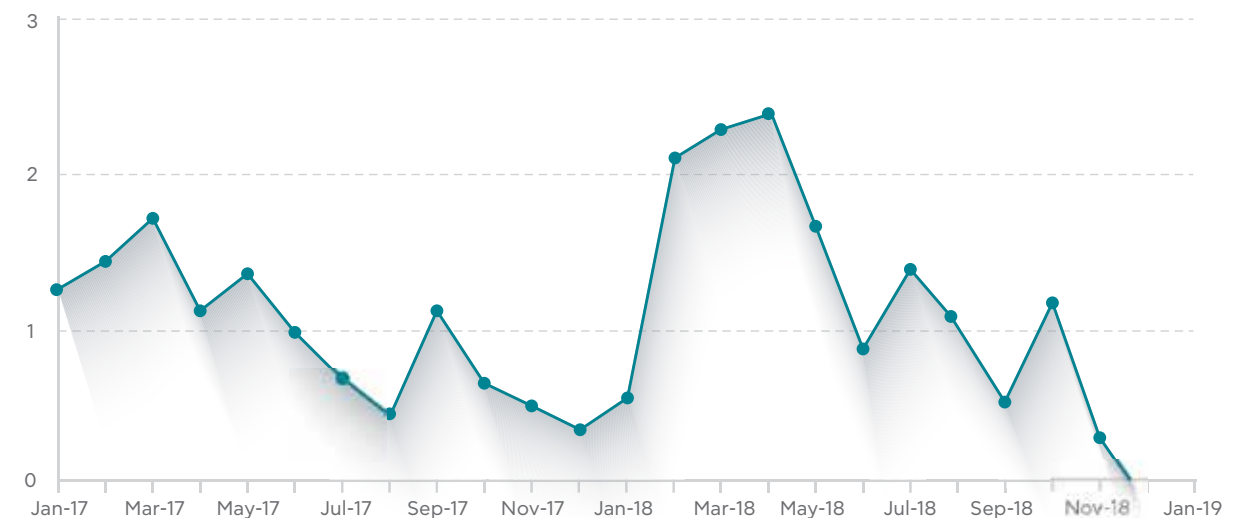


### Benchmark refining margins<sup>3</sup>

Benchmark margins for Mediterranean refineries were weaker in 2018 due to supply/demand balances of products and Urals crude, which drive benchmark margins, as analysed below. Med benchmark Cracking margin averaged \$4.5/bbl in 2018, \$0.8/bbl lower y-o-y and Med Benchmark Hydroskimming margin \$3.4/bbl, marginally reduced by \$0.1/bbl compared to 2017.

Brent - Urals Spread (\$/bbl)

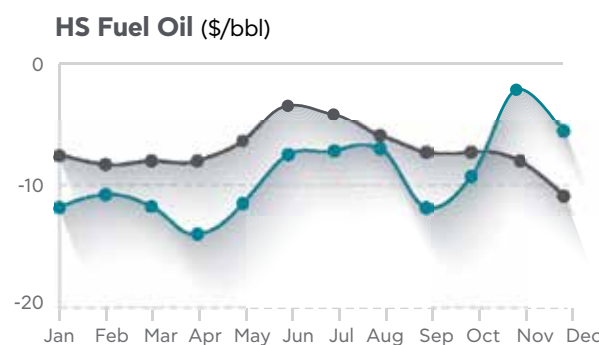
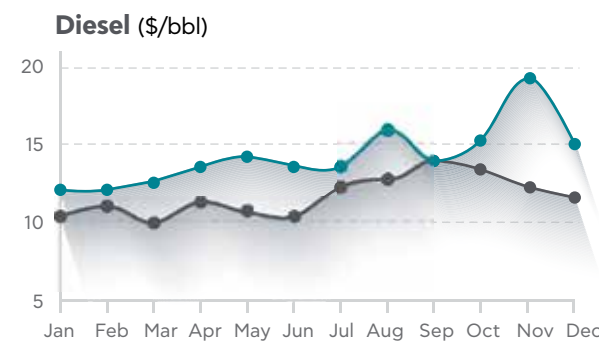
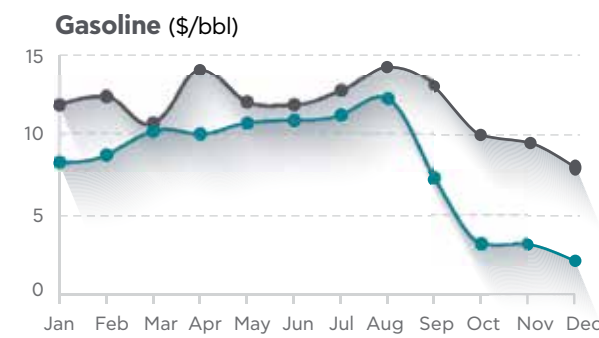
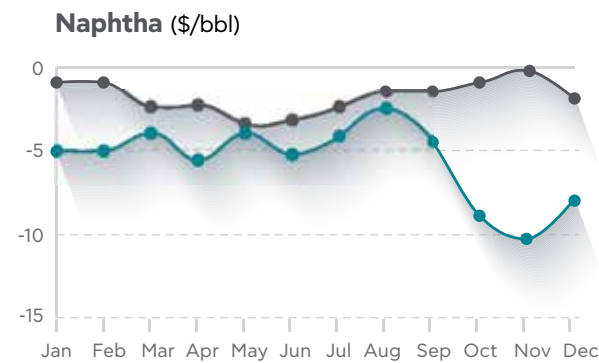
Average 2018 \$1.2/bbl



<sup>3</sup> Source: Reuters, January 2019

### Oil product cracks<sup>4</sup>

Most product cracks were lower vs 2017, with the exception of diesel, which recorded a significant increase (+23%) due to higher demand and, at the same time, reduced availability of high sulphur crude, especially in the Mediterranean. Light-ends cracks were weaker throughout the year, with a drop to multi-years' lows over the last months of the year, due to oversupply and declining demand, driving gasoline to an average \$2.8/bbl – at 4Q18 – (FY18 \$8.1/ bbl).



■ 2017 ■ 2018



### Greek Market<sup>5</sup>

Following the recovery of the Greek economy in 2017, growth accelerated in 2018 (estimating an increase in nominal GDP of 2.5% vs 2.1% in 2017), mainly due to an increase in exports and private consumption. Economic activity, completion of the EU program review and strengthening of bank liquidity, have improved confidence and have allowed the lifting of most capital controls. In addition, employment growth and declining of unemployment rate have further improved economic outlook.

Greek bonds yields remained high, with increased volatility, due to political and macroeconomic developments in regional economies (mainly Italy and Turkey), but also due to uncertainty for high taxation, wages' growth, as well as delays in implementing reforms and privatizations that may negatively affect the prospects of the Greek economy.

Domestic fuel demand in 2018 amounted to 6.7 million tons, according to official data, a 3% decrease compared to 2017, mainly due to a 17% decrease in heating oil consumption. Auto-fuels demand remained stable, with diesel up 3%, offsetting a corresponding 2% drop in gasoline.

<sup>4</sup> Based on Brent prices

<sup>5</sup> Source: Hellenic Statistical Authority, March 2019 / Hellenic Ministry of Environment and Energy, January 2019





# 2018 Financial Review

The Group's Adjusted EBITDA amounted to €730 million (-12%), mainly due to the deterioration of the international refinery environment, with weaker benchmark refining margins and a stronger euro vs the USD, partly offset by supply optimization, strong operational performance and higher production and sales, while Adjusted Net Income amounted to €296 million (-20%).

2018 was a particularly successful year in terms of operational performance for the Group's refineries, as they benefited from opportunities in the Med crude oil market and the supply optimization, which resulted in increased over-performance vs benchmark margins, offsetting weaker benchmark refining margins: total 2018 sales amounted to 16.5 million tons (+3%), on 15.5 million tons (+3%) of production.

All Group activities recorded satisfactory performance, with Petrochemicals increasing their profitability, reporting Adjusted EBITDA of €100 million, on account of increased vertical integration between the propylene unit of the Aspropyrgos Refinery and the chemical plant of Thessaloniki, as well as the higher sales.

In the domestic Fuels Marketing business, motor fuels sales continued to increase and market share improved to 32%. Moreover, in Aviation, sales recorded an increase mainly due to tourism growth, while the Group also maintained its leading position in Bunkering.

Reported results were affected by inventory gains of €48 million, due to the recovery of international crude oil prices, as well as by non-recurring items,

such as provisions and impairments of assets, driving Reported EBITDA to €711 million. In addition to the above, Reported Net Income was also affected by the IFRS accounting impact of the DESFA sale and amounted to €215 million.

## Key figures for 2018:

€ m.	2018	2017
Turnover	9,769	7,995
<b>Adjusted EBITDA</b>	<b>730</b>	<b>834</b>
Inventory effect	(48)	(59)
Non-recurring items	67	41
<b>EBITDA</b>	<b>711</b>	<b>851</b>
<b>Adjusted Net Income</b>	<b>296</b>	<b>372</b>
Net Income	215	384
Capital Employed	3,854	4,173
Net Debt	1,459	1,800
Gearing Ratio	38%	43%

Strong Profitability maintained

**€730 million** Adj. EBITDA



Financial Gearing Ratio at

**38%** the lowest since 2009



## Liquidity & cash flows

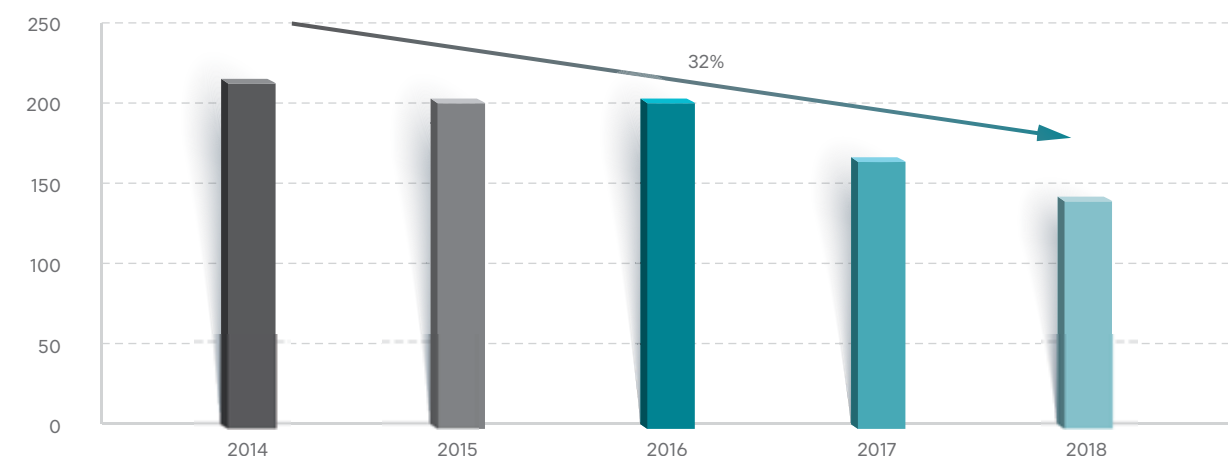
During 2017, the Group successfully implemented its financial planning, by refinancing bank loans amounting to approximately €900 million, improving commercial terms, extending average debt maturity and reducing costs, which dropped by 12% y-o-y.

In 2018, Net Finance costs amounted to €146 million, recording a decrease by 32% over the last 4 years, mainly

due to the successful implementation of the Group's financial planning, following the refinancing of bonds and bank loans to improve terms and reduce costs.

2018 operating cash flows (Adjusted EBITDA – CAPEX) amounted to €572 million, which, in conjunction with the proceeds from the sale of DESFA led Net Debt to €1.5 billion and Gearing Ratio (Net Debt / Capital Employed) 38%, the lowest level in the last 9 years, in line with Group's strategic objectives.

## Financial cost 2018



# Business Activities

The Group owns and operates three refineries in Aspropyrgos, Elefsina and Thessaloniki, which account for approximately 65% of the country's total refining capacity and combine a storage capacity for crude oil and petroleum products of 6.65 million m<sup>3</sup>.

## Petroleum products

### Refining, Supply & Trading

The three refineries and their individual technical characteristics are described below:

Activity in Greece	Daily Refining Capacity in Kbpd	Annual Refining Capacity (ml.MT)	Refining configuration	Complexity Index Nelson
Aspropyrgos	148	7.5	Cracking (FCC)	9.7
Elefsina	106	5.3	Hydrocracking	12
Thessaloniki	90	4.5	Hydroskimming	5.8

The domestic refineries are treated as a single, unified system. Crude oil purchases, production scheduling and sales forecasting are carried out for the Group's refining system centrally, with the objective of optimizing profitability, while taking into account prevailing (Eastern Mediterranean/South Eastern Europe) crude oil and product prices as well as domestic demand. Increased refining complexity enable the high conversion of intermediate products (SRAR, VGO) and flexibility in crude slate and processing levels, a key competitive advantage for the Group.

In 2018, Med FCC benchmark margins averaged \$5.0/bbl (2017: \$5.9/bbl). Hydroskimming margins averaged \$1.6/bbl (2017: \$2.7/bbl) and Hydrocracking margins \$5.5/bbl (2017: \$5.2/bbl).

In 2018, refining production recorded new historical highs (15.5 million tons), due to the high units' availability. As a result of increased production, HELLENIC PE-

TROLEUM sales increased for the 8<sup>th</sup> consecutive year, amounting to 16.5 million tons, with exports accounting for 57% of total sales and the Group sustaining its position as one of the most export oriented in the Eastern Mediterranean. These results were achieved mainly due to the operational optimization at the Elefsina Refinery and the synergies between the three Group refineries, while the Aspropyrgos and Elefsina Refineries reported new record high in processing, with 8.9 million tons and 6.2 million tons respectively.

High value product yields (gasoline, jet fuel and diesel) at Aspropyrgos and Elefsina refineries' increased further, standing at very competitive levels with the European refining industry, with white products yield at 84%.

Energy efficiency is a main pillar of the Refining strategy, with sustained efforts to improve the relevant indicators. In 2018, energy consumption and costs at

Record high production at

# €15.5 million tons



Aspropyrgos and Elefsina decreased further, while at Thessaloniki, relevant indicators were kept at the record low levels of 2017.

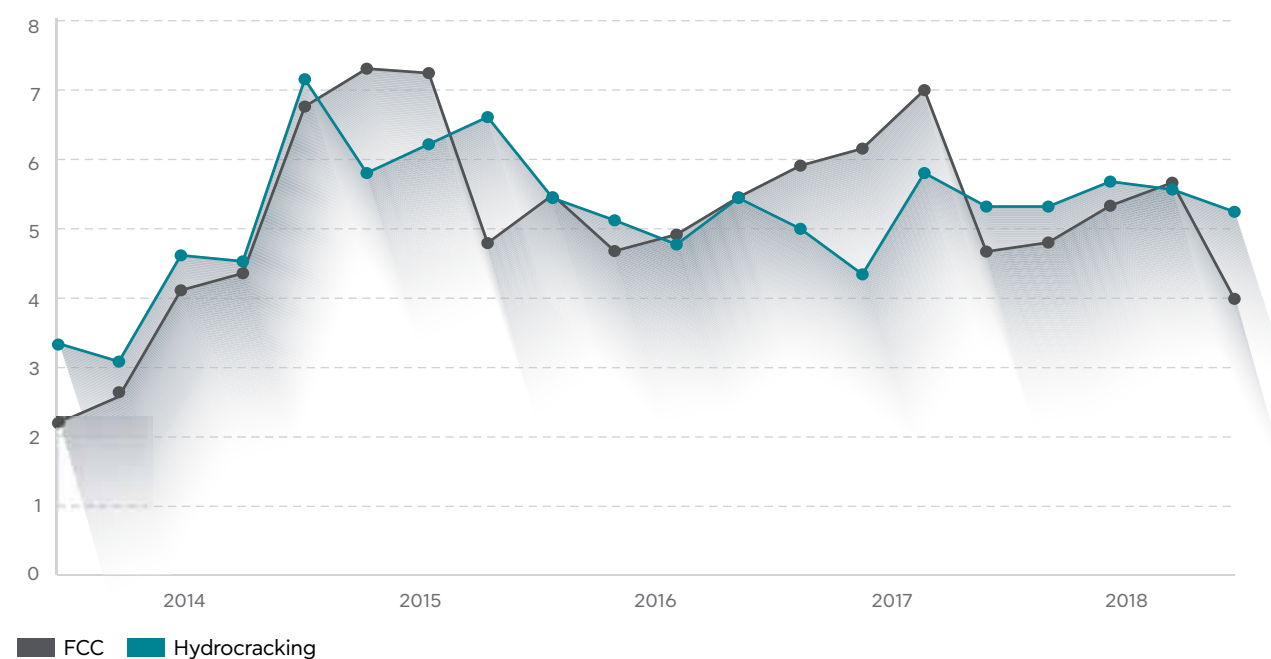
Moreover, the use of natural gas substituting LPG, naphtha and fuel oil for hydrogen production and own-consumption at the Elefsina and Thessaloniki refineries increased, resulting in a significant financial contribution.

The percentage of intra-refinery flows of intermediate products and raw materials exchanged between the three refineries exceeded 13%, contributing to the operational optimization in production, logistics and trading.

From 1.1.2020 changes in bunker fuel specifications will be effective globally (IMO/MARPOL). This change is expected to have a significant impact on the refining and shipping industries, as the main existing bunker fuel (high sulphur fuel oil - HSFO) will be substituted by other fuels, of higher environmental standards regarding sulphur content, mainly 0.5% sulphur fuel oil and marine gasoil.

Although its refining system output of HSFO is low compared to its Med peers, HELPE has already started preparations in order to meet the new standards. The Elefsina and Thessaloniki refineries do not produce

Mediterranean Benchmark Refining (FCC and Hydrocracking) Margins (\$/bbl)



Exports

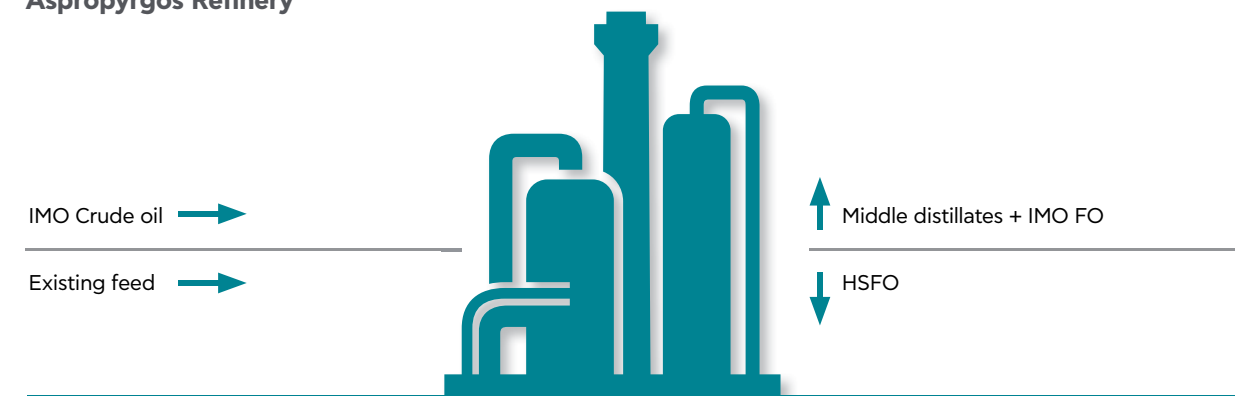
**57%**  of total refinery sales

bunker fuel of current standards, therefore no adjustments are required in their operation. The Aspropyrgos refinery is expected to further diversify its crude slate, through the processing of very low sulphur crude oil ("IMO crude oil") aiming to significantly reduce the production of HSFO to less than 5%, while increasing diesel output and start producing new specs fuel oil, in order to meet market requirements. During 2018, new types of crude oil were successfully tested and preparation is expected to continue through 2019, in order to enable transition to the new operational mode in 4Q19.

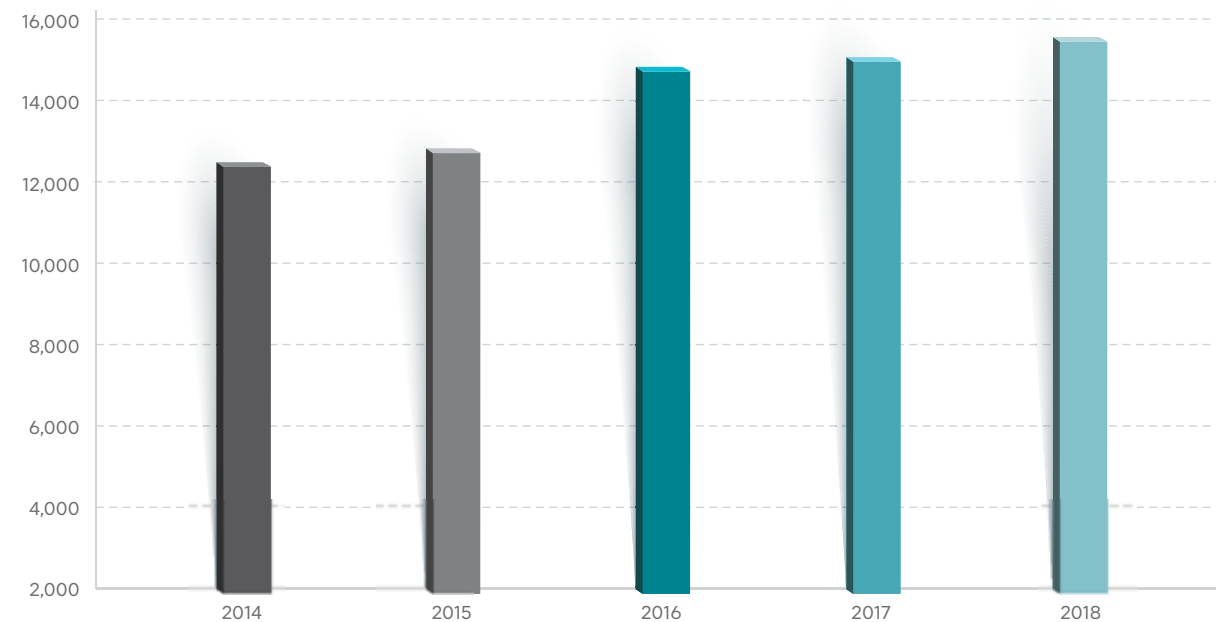
**Financial Data and key operational indicators:**

<b>Financial Results (€ m.)</b>	<b>2018</b>	<b>2017</b>
Sales	8,682	7,001
<b>Adjusted EBITDA</b>	<b>548</b>	<b>639</b>
<b>Performance Indicators</b>		
Complex refinery margin (FCC)	\$4.9/bbl	\$5.9/bbl
Sales Volumes (MT'000)	16,490	15,896

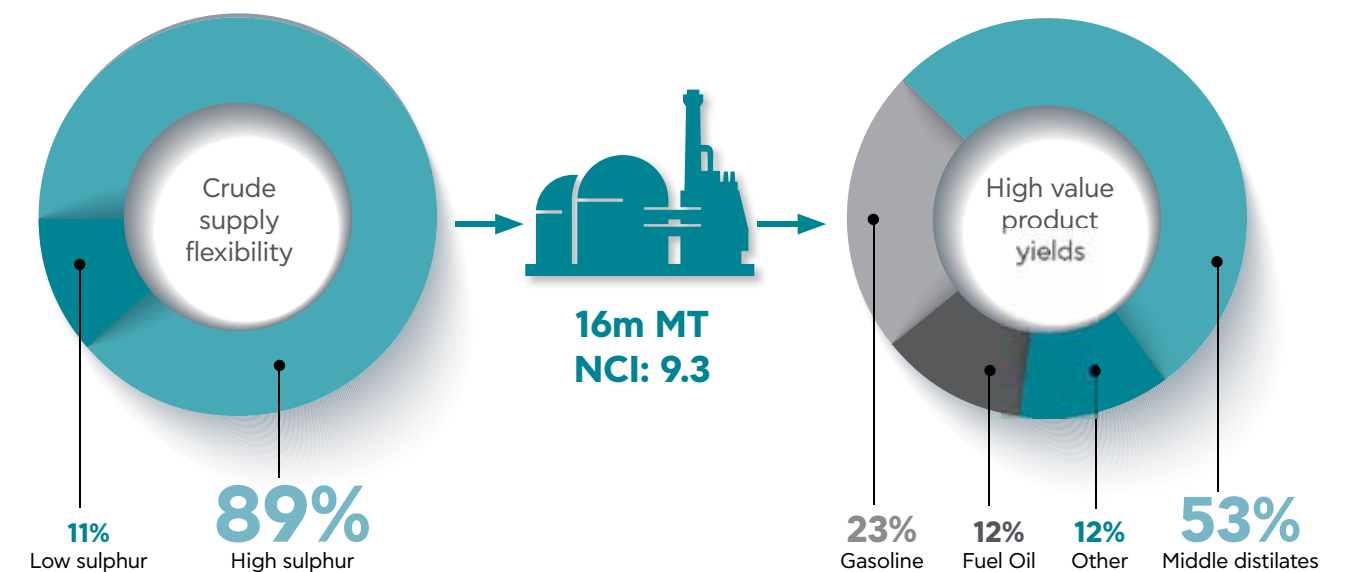
**New IMO operational model – Aspropyrgos Refinery**



**Production (MT'000)**



**HELPE refining system overview\***



\*pro-forma at normal operations

### Crude oil supply

Crude oil supplies are centrally coordinated through term contracts and spot transactions. In 2018, the crude oil market was affected by the resumption of US sanctions on Iran.

The crude slate of HELLENIC PETROLEUM was adjusted to prevailing market conditions, resulting in an increase of crude oil supply from Iraq (29%) and Kazakhstan (18%), while the offtake from Iran decreased to 11%. Contribution from Russia (9%), Libya (7%), Saudi Arabia (6%) and Egypt (5%) remained relatively stable. Furthermore, in 2018, HELLENIC PETROLEUM recorded its first purchase of US crude.

Both the Group's ability to access and its refineries' flexibility to process a wide range of crude oil types, proved to be particularly important in terms of driving profitability. The Group's ability to respond to sharp supply shortages of specific types of crude oil also ensured uninterrupted supply into the markets where the Group operates.

### Wholesale Trading (Refined product sales)

Oil products sales are carried out by the parent company HELLENIC PETROLEUM SA to the fuels marketing companies in Greece, including the subsidiary EKO ABEE, as well as to certain special customers, such as

Total sales at

# 16.4 million tons



the country's armed forces, whilst approximately 50% of production is exported. All of the Group's refined products comply with the applicable European standards.

During 2018, total sales from domestic refineries increased by 2.5% to 16.4 million tons.

Domestic market sales decreased by 10% to 4.4 million tons, as FO sales to PPC stopped and heating gasoil demand was weaker.

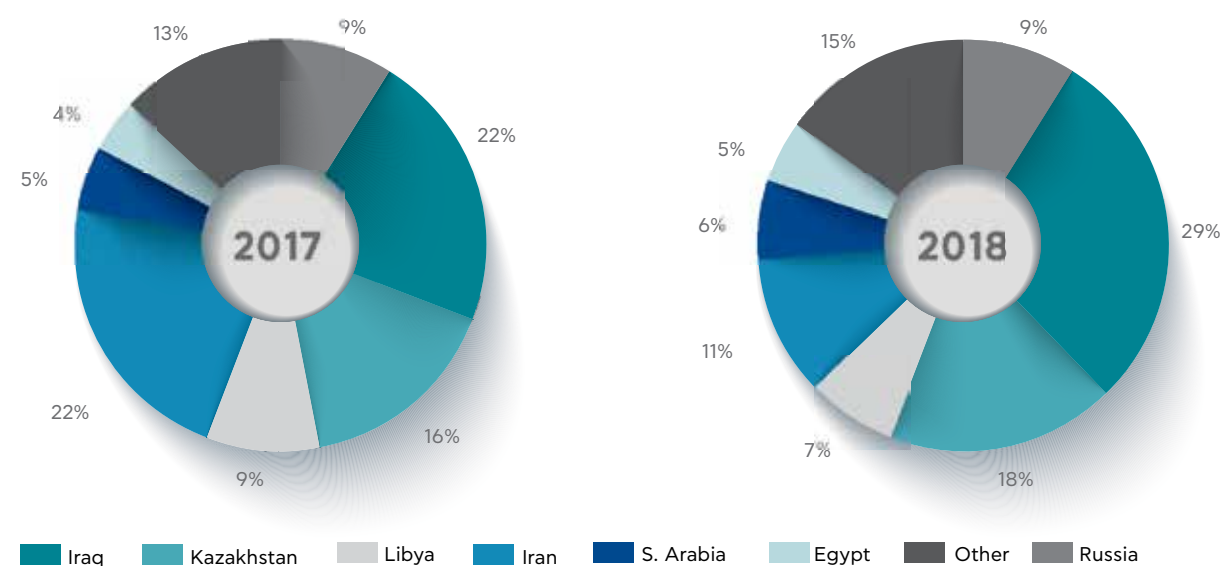
Aviation sales continued to rise and amounted to 769 thousand tons (+ 17%), while marine fuels volumes were 10% lower to 1.8 million tons mainly due to bunkering fuel oil. Exports came in at particularly high levels and amounted to 9.4 million tons increased by 12%.

### OKTA facilities

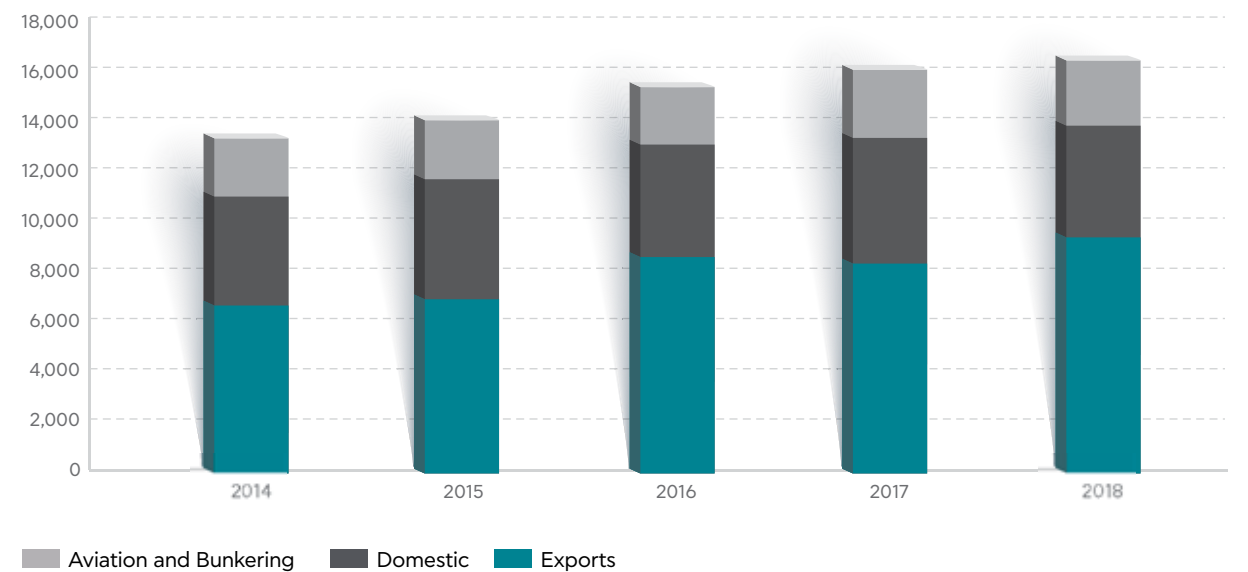
Group owns and operates the OKTA facilities in Skopje, which are connected to the Thessaloniki refinery through a pipeline transporting high value-added products (e.g. diesel). The refinery's location is one of its significant competitive advantages for the domestic distribution of products through marketing companies, as well as exports to neighbouring Balkan markets.

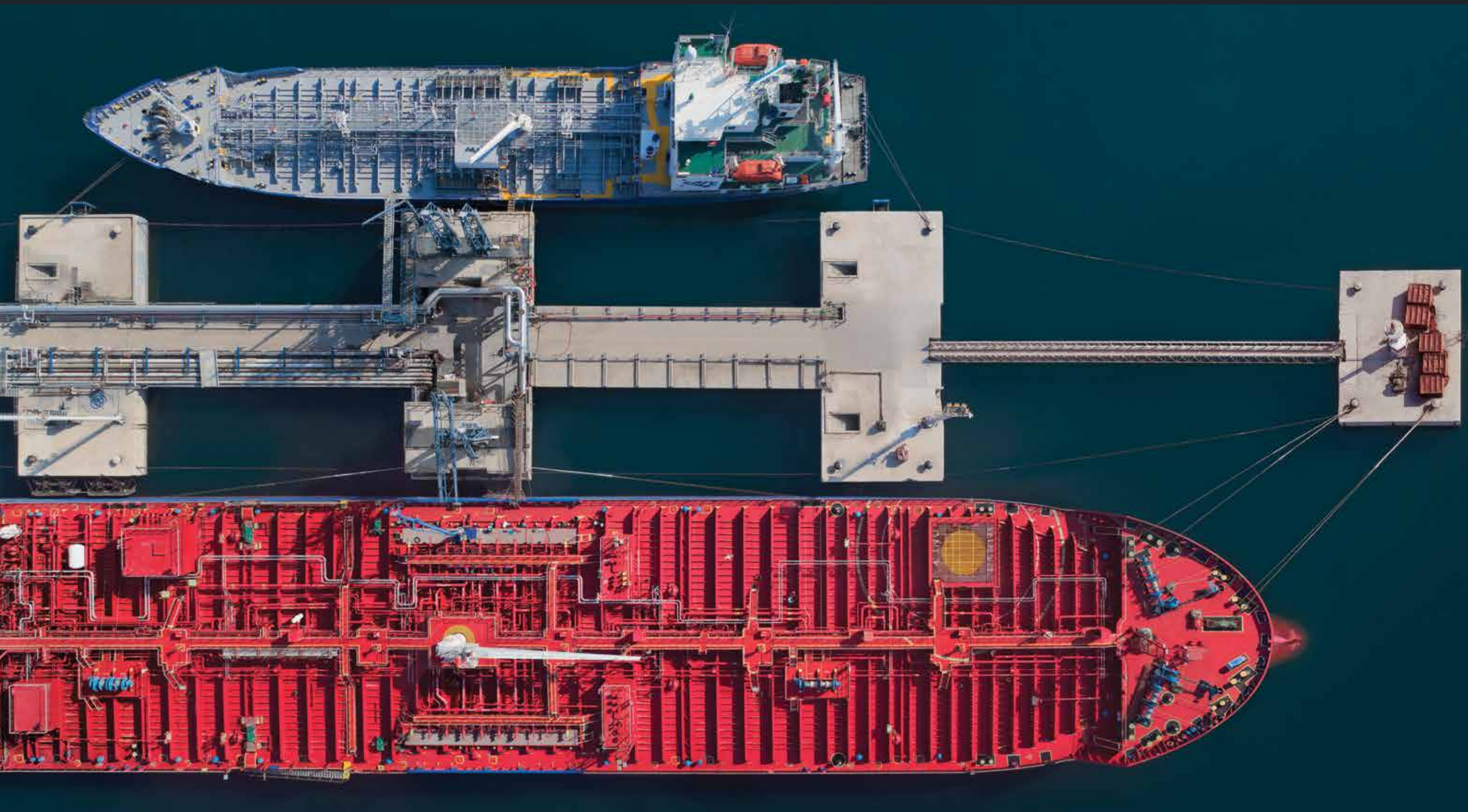
In 2018, OKTA sales amounted to 756 thousand tons, flat vs last year.

### Diversified crude oil and feedstock supply sourcing



### Sales per trade channel (MT'000)





65% 

of petrochemical's sales volumes are exported

### Production and Trading of Petrochemicals

Financial Data and key operational indicators:

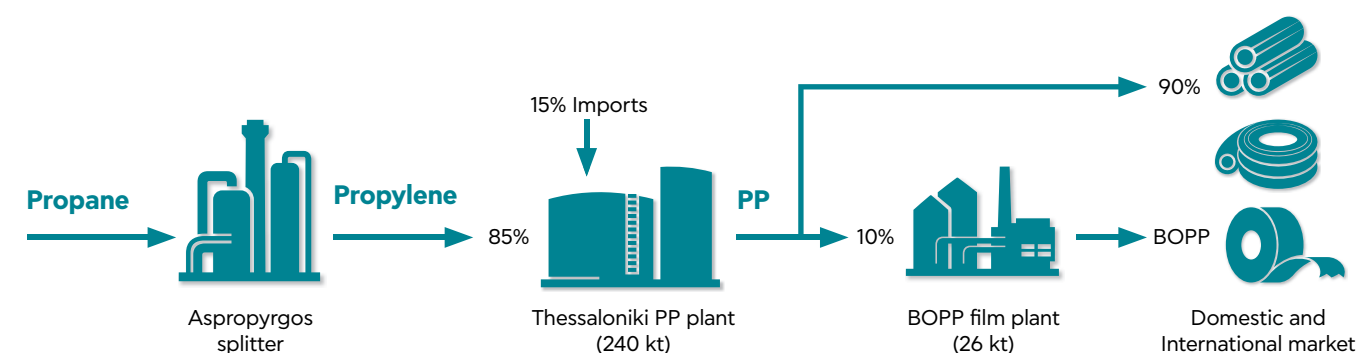
Financial Results (€ m.)	2018	2017
Sales	315	267
<b>Adjusted EBITDA</b>	<b>100</b>	<b>95</b>
Performance Indicators		
Sales Volumes (MT '000) – Total	279	243
International Polypropylene Margin (€/MT)	481	477

Petrochemical activities mainly focus on the propylene-polypropylene-BOPP value chain. The Aspropyrgos refinery produces propylene, which meets a significant part of the raw material demand of the Thessaloniki refinery. The Group's petrochemical plant at the refinery of Thessaloniki also produces solvents and minerals, with its output being directed to Mediterranean markets.

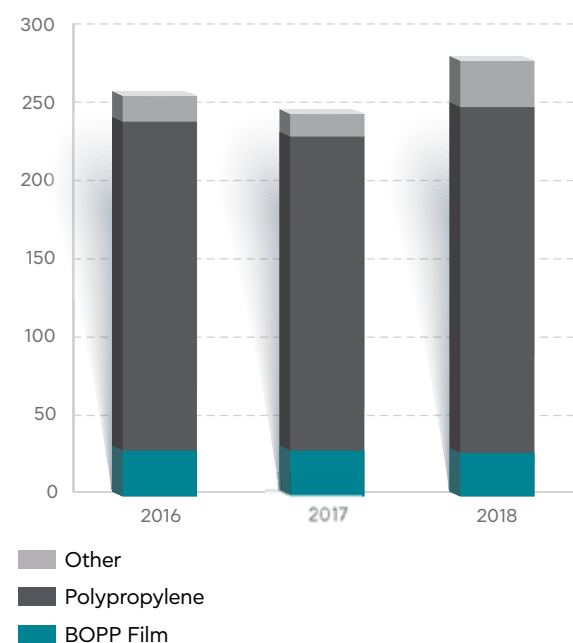
Based on its financial contribution, the propylene-polypropylene-BOPP value chain represents the main activity for petrochemicals. Export activity is particularly important, as 65% of sales volumes are directed to Turkey, Italy, the Balkans and the Iberian where they are used as a raw material in a range of manufacturing applications.

In 2018, petrochemical sector profitability remained strong, with Adj. EBITDA at €100 million.

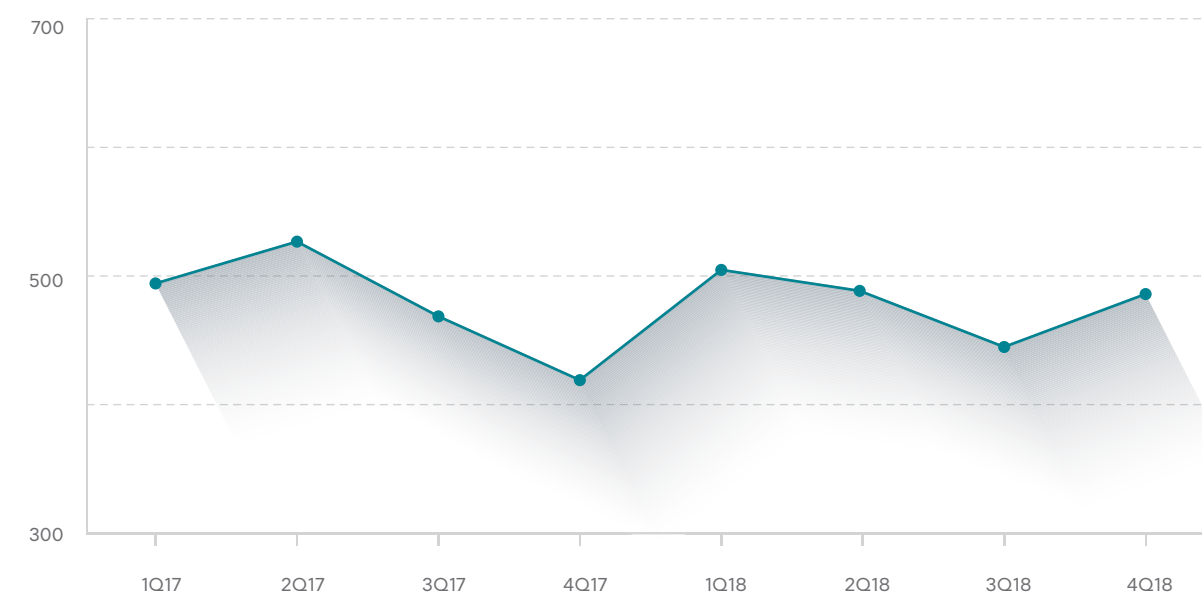
The production of polypropylene amounted to 243 thousand MT, while the respective propylene output at Aspropyrgos refinery was 199 thousand MT, both record highs.



Petrochemical Sales (MT'000)



Evolution of benchmark PP margins 2017-2018 (€/T)



## Fuels Marketing

HELLENIC PETROLEUM Group is active in the marketing and distribution of petroleum products, both in Greece through its subsidiary EKO ABEE as well as internationally through its subsidiaries in Cyprus, Bulgaria, Serbia, Montenegro and Republic of North Macedonia.

The Group takes advantage of the significant synergies among its networks in Greece and SE Europe in the areas of marketing and commercial policy, through sharing best practices and successful products.

Financial Data and key operational indicators:

<b>Financial Results (€ m.)</b>	<b>2018</b>	<b>2017</b>
Sales	3,329	2,912
<b>Adjusted EBITDA</b>	<b>93</b>	<b>107</b>
<b>Performance Indicators</b>		
Sales Volumes (MT '000) – Total	4,955	5,165
Sales Volumes (MT '000) - Greek network	3,902	4,058
No. of petrol stations - Greece	1,739	1,760
No. of petrol stations – International (includes OKTA brand PSs)	306	302


## Domestic Marketing

In Greece, the Group's business combines a network of petrol stations exceeding 1,700 under the EKO and BP brands, 15 bulk storage and supply terminals, 23 aircraft refuelling stations at the country's main airports, 2 LPG bottling plants and 1 lubricant production and packaging unit.

In Retail, in 2018 motor fuels sales were higher, with a further increase of 8% for differentiated fuels, resulting in increased profitability, as well as an improvement in motor fuels' market share, which collectively exceeded 32% for both EKO and BP.

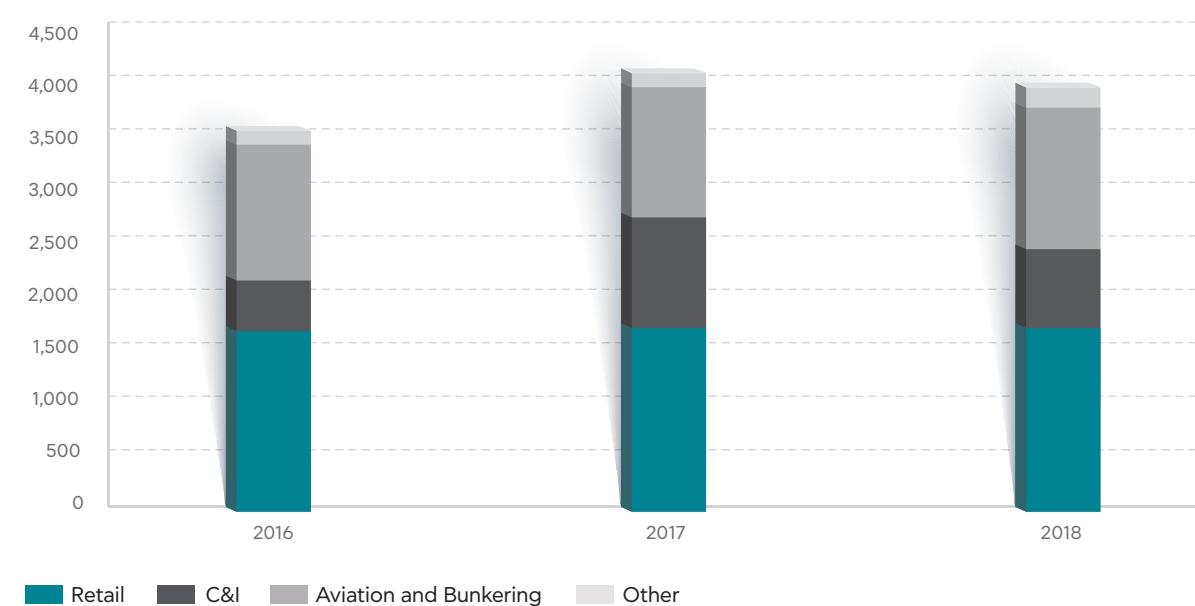
In Aviation and Bunkering sales recorded an increase, mainly due to increased tourist traffic, with EKO maintaining its leading position, while sales of lubricants and LPG (+4%) also increased.

The emphasis on the development of company controlled network –which currently comprises over 230 service stations- and the improvement of services continued; cooperation with selected suppliers, supermarket chains, cafes and restaurants enhanced and resulted in a 8% increase in sales of non-fuel retailing (NFR), with significant strategic benefits for the Group.

**28** new Company operated petrol stations in Greece 

The Group has an agreement with BP plc for the exclusive use of BP's trademarks for ground fuels in Greece until the end of 2020, with the possibility of further 5-year renewal.

**Domestic marketing sales (MT'000)**





**SERBIA**  
EKO Serbia  
**55**  
stations

**MONTENEGRO**  
Jugopetrol  
**41**  
stations

**N. MACEDONIA**  
OKTA  
**26**  
stations

**BULGARIA**  
EKO Bulgaria  
**90**  
stations

**300+**

**CYPRUS**  
HELPE Cyprus  
**94**  
stations

The Group international business operates through its subsidiaries in Cyprus, Bulgaria, Serbia, Montenegro and the Republic of North Macedonia, with a total network of over 300 petrol stations.

**International Marketing**

The Group international business operates through its subsidiaries in Cyprus, Bulgaria, Serbia, Montenegro and the Republic of North Macedonia, with a total network of c.300 petrol stations.

In Cyprus and Montenegro, the local subsidiaries hold leading positions in their markets.

In Bulgaria and Serbia, the Group's subsidiaries recorded rapid growth after 2005 and are currently among the five largest in their sector.

In the Republic of North Macedonia, the network of 26 petrol stations bears the brand name of the OKTA Group subsidiary.

Strong products' demand, retail network growth and continuous marketing activities led to an increase in sales in most of the Group's international companies, partly offsetting weaker margins and increased competition leading to lower profitability. The vertical integration of commercial subsidiaries with the Group's refineries was sustained at high levels, with notable financial contribution.

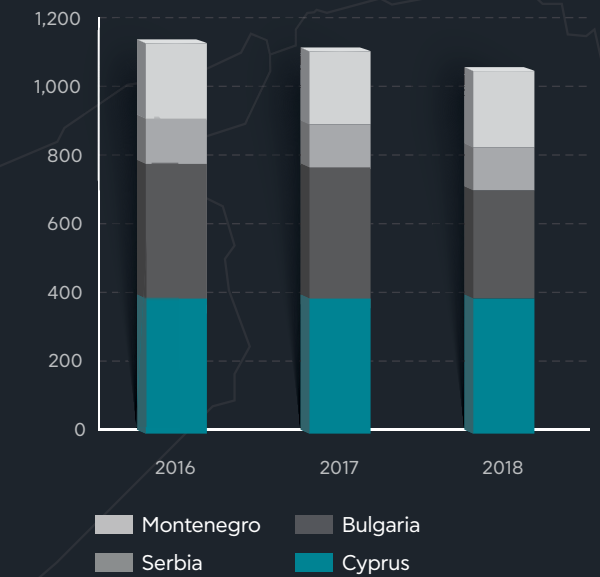
In Cyprus, the COMO network growth, increased demand, improved retail margins, higher aviation fuel sales, as well as new commercial partnerships resulted in improved profitability.

In Bulgaria the network also expanded and NFR sales increased, however profitability was reduced due to weak margins and higher operating costs.

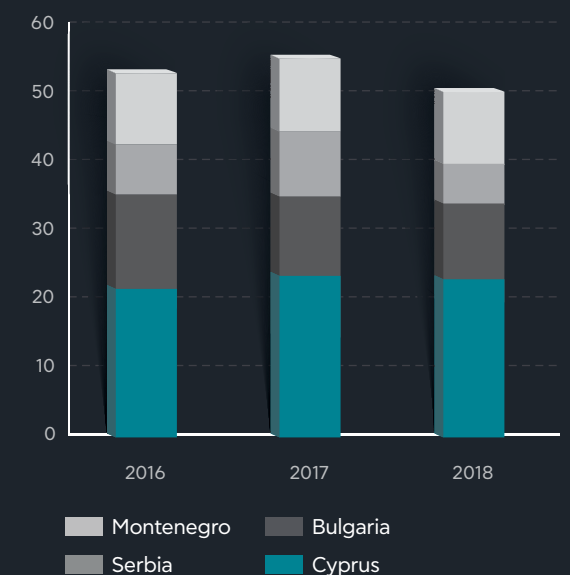
EKO Serbia's profitability decreased due to declining retail margins and higher operating costs, despite the increase mostly in wholesale volumes and NFR profitability.

In Montenegro, demand growth in aviation fuels and wholesale led to increased sales, however profitability was lower due to weaker margins. During 2018, the Company invested in network expansion, as well as the refurbishment of existing petrol stations.

**Sales volumes in international markets (MT'000)**



**EBITDA contribution in international markets (€ million)**





## Development of exploration portfolio in Greece



### Exploration and Production

In 2018, the Group's main activities focused on Greece, as presented below:

The Group participates, with 25%, in a consortium with Calfrac Well Services Ltd (75%) in the Thracian Sea Concession area, in the North Aegean (1,600 sq km). Geological studies are currently being carried out in the area.

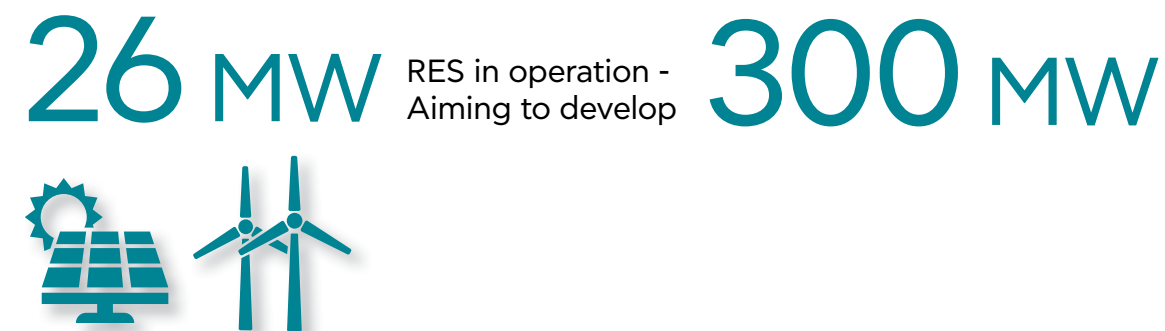
In addition, HELLENIC PETROLEUM participates as an operator through its 100% owned subsidiary HELPE PATRAIKOS (50%) in an international consortium with EDISON International SpA (50%) in the Lease Agreement with the Greek State in an offshore area in the West Patraikos Gulf, with a total area of 1,892 sq. Km. The Lease Agreement was ratified by the Greek Parliament. Following the confirmation and mapping of the primary geological objective, in April 2018, the concession entered the 2<sup>nd</sup> phase of the Exploration Period (two years), during which the Contractor is required to perform an exploration drilling.

As a result of international tenders, HELLENIC PETROLEUM has been awarded hydrocarbons exploration and exploitation rights in two onshore areas, namely "Arta - Preveza" and the "Northwest Pello-

ponnese". In addition, the consortium consisting of Total 50% (Operator), Edison (25%) and HELPE (25%) holds the exploration and exploitation rights for offshore Region 2, West of Corfu. In those areas, a geological and environmental studies program is being implemented based on contractual obligations. In offshore Block 10 in the Ionian Sea (Kyparissias Gulf), HELPE signed the Lease Agreement with the Greek State and the ratification by the Greek Parliament is expected.

In the offshore area (Block 1) in the Ionian Sea, north of Corfu, where HELLENIC PETROLEUM has submitted an offer, it is expected that it will be declared as the Preferred Bidder, while as a member of a consortium, HELPE finalised the relevant Lease Agreements with the Greek State for two offshore regions west and southwest of Crete (Total 40% Operator, ExxonMobil 40%, HELPE 20%) and one in the Ionian Sea (Repsol - Operator 50%, HELPE 50%).

Regarding the REPSOL (50%, Operator) - HELPE (50%) consortium, in April 2019 the Lease Agreement with the Greek State was signed and it expecting the Greek State to ratify the Agreement on the concession of hydrocarbons exploration and production in the offshore area of Western Greece, "the Ionian Sea".



## Power Generation & Natural Gas

### Renewable Energy Sources (R.E.S.)

HELLENIC PETROLEUM RENEWABLE ENERGY SOURCES SA (HELPE Renewables) was founded in 2006 and is a fully owned subsidiary. HELPE Renewables plans to develop significant wind, photovoltaic and biomass capacity in the next few years, diversifying the Group's energy portfolio and contributing to balancing its greenhouse gas emissions.

The following stations are in operation:

- 7 P/V stations located on property owned by the Group with a total nominal capacity of 19 MW. These include 4 P/V projects with a total capacity of 17.6 MW of the first tender process organized by RAE (2016).
- Wind farm with a capacity of 7 MW in Pylos in Messinia
- 10 PV own production with net-metering systems totalling approximately 100 KW, installed at EKO and BP fuel stations.

The following projects are in various stages of development:

- 2 P/V projects with a capacity of 12 MW, on property owned by the Group.
- 4 biomass power and heat generation units (using agricultural residues as source of energy) with a total capacity of 20 MW, as well as a 1 MW biogas plant.
- 130 MW PV portfolio, as well as wind and hybrid projects in cooperation with LARCO.
- In 2018, the Group submitted applications for production licensing for projects with a total capacity exceeding 200 MW.
- At the same time, HELPE Renewables continuously assesses investments in own production for own consumption at the Group facilities, which are connected to the LV and MV networks.

HELPE Renewables follows the Safety and Environment procedures adopted by the Group with regard to compliance, reporting, risk and accidents prevention and management, both during the construction phase as well as operation. A S&E engineer is appointed for each new project, entrusted with monitoring the relevant issues, supervising works and the S&E licensing stage, as well as the validity term and the renewal of licenses.

ELPEDISON total installed capacity

**810 MW** 

**Power Generation and Trading**

The Group is active in the production, trading and supply of power in Greece through its participation (50%) in the JV Elpedison B.V. (the remaining 50% is held by EDISON International). Elpedison B.V. Group owns a 75.78% of the share capital of Elpedison S.A. (Elpedison S.A. resulted from the absorption of Elpedison Energy S.A. by Elpedison Power S.A.), with ELLAKTOR (22.74%) and HALCOR (1.48%) owning the rest.

ELPEDISON S.A. is currently the second largest independent power producer in Greece with a total installed capacity of 810 MW (comprising a 390 MW

plant in Thessaloniki, since 2005 and a 420 MW plant in Thisvi, since 2010).

In supply, ELPEDISON SA is one of the largest independent electricity suppliers with sales of 1,710 GWh, a 3.5% market share in high, medium and low voltage customers and has recorded rapid growth over the course of the year. In 2018, ELPEDISON SA entered the liberalised natural gas supply market, thereby expanding its customer list, mainly in Attica, Thessaloniki and Thessaly.

ELPEDISON SA's profitability was lower compared to 2017, with EBITDA amounting to €22 million due to

ELPEDISON's Market Share

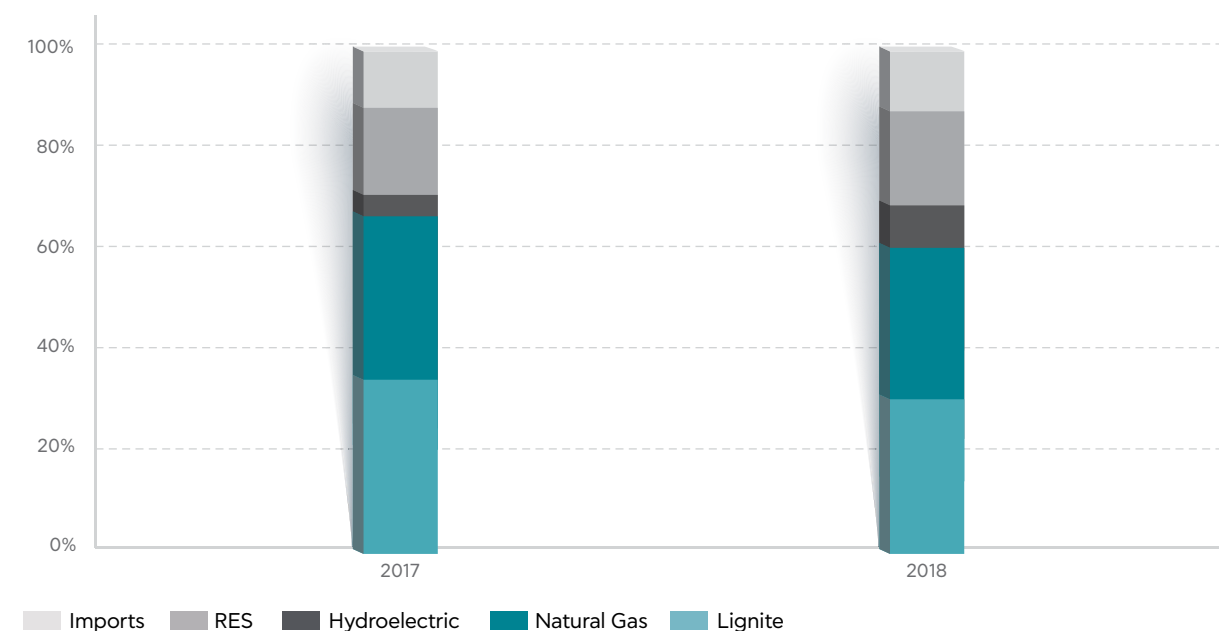
**3.5%** 

weak margins in power production and supply. The higher cost of natural gas, as well as the significant increase in the price of CO<sub>2</sub> emission rights also had a negative impact on the company's results. In addition, the delay in the implementation of the new "Transitory Flexibility Remuneration Mechanism", which replaced the previous mechanism which was effective until April 2017, also had a significant impact. The new mechanism came into force in 4Q18.

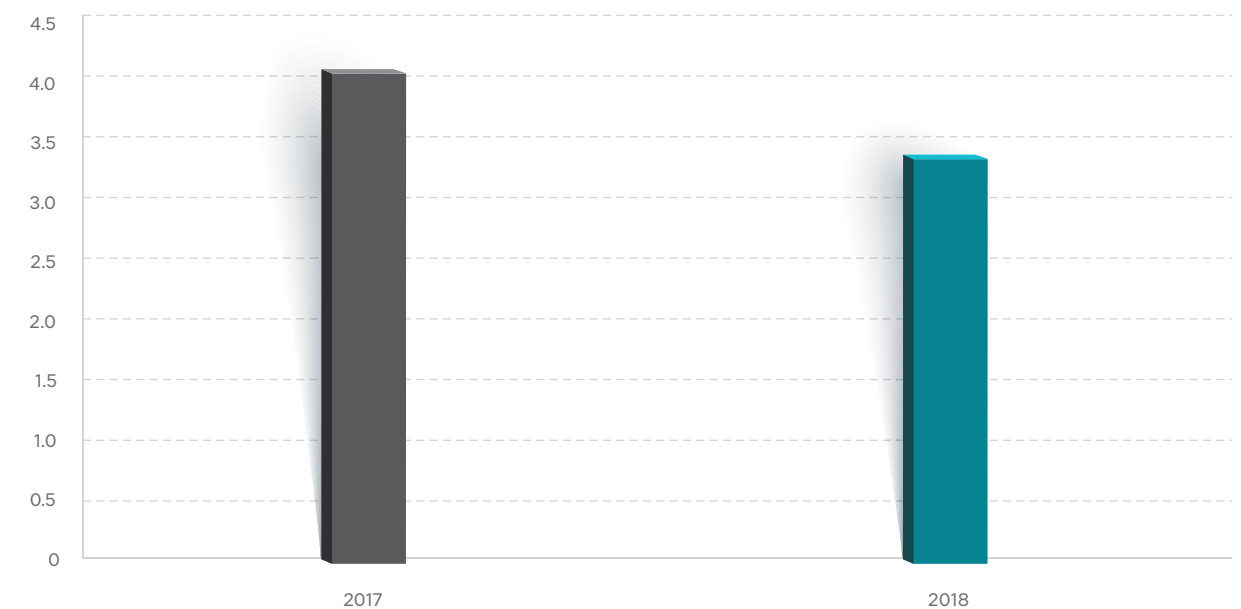
**Natural Gas**

The Group is active in the natural gas sector through its participation in DEPA SA (35% HELLENIC PETROLEUM SA, 65% HRDAF). The DEPA Group is active in the supply of Natural Gas in Greece (through import pipelines and the Revithoussa LNG terminal), as well as in the trading of Natural Gas to large scale customers such as power generation plants and industries. DESFA, a 100% subsidiary of DEPA until December 2018, manages and develops the National Natural Gas Transportation System. DEPA is active in natural gas supply through EPA Attiki, which distributes Natural Gas to small and medium scale consumers, as well as in the distribution of

**Greek Energy Mix**



**DEPA Sales Volumes (bcm)**



Successful completion of the

## DESFA sale process and DEPA Group restructuring



low-pressure gas through the Gas Distribution Companies (EDA), following the unbundling of distribution and supply activities. DEPA also participates in international gas transportation projects.

At the end of 2018, the sale of 66% of the share capital of DESFA to a consortium of European companies Snam S.p.A, Enagas and Fluxys was concluded, for a consideration of €535 million (HELPE share of sale proceeds: €284 million).

In the context of restructuring its position in the retail market, DEPA proceeded to similar transactions throughout 2018, in EPA ATTIKI and THESSALONIKI-THESSALIA (ZENITH), as well as EDA ATTIKI. More specifically, DEPA sold 51% of the share capital of ZE-

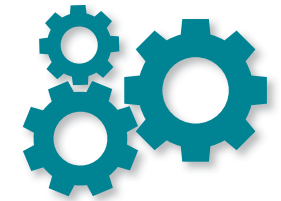
NITH to Eni Gas e Luce, for a consideration of €57 million and purchased 49% of the share capital of EPA and EDA Attiki from Attiki Gas BV (Shell) for a consideration of €39 million and €111 million respectively.

DEPA's profitability results declined in 2018 vs 2017, mainly due to intense competition, which had a negative impact on margins, as well as the supplier's fee intended to cover the deficit of the Special Account for RES.

Domestic consumption of Natural Gas was marginally reduced by 2% in 2018, as compared to the same period of last year (domestic consumption in 2018 at 4.6% bcm), mainly due to reduced demand from power producers.

In 2018, ASPROFOS provided services to

## 90 new projects



### Engineering

ASPROFOS, a Group subsidiary, is the largest Greek engineering firm and largest energy consulting services provider in South-Eastern Europe. It operates in accordance with internationally accepted standards and practices, certified by ISO 9001, ELOT 1429, ISO 14001 and OHSAS 18001. ASPROFOS supports the Group's investments particularly in the fields of refining and natural gas, through the provision of a broad range of technical, project management and other related advisory services, while seeking to continuously expand the range of its services and broaden its client portfolio to include mainly international clients.

In 2018, it employed 225 qualified professionals and its turnover reached €12.4 million.

In 2018, ASPROFOS provided services to 90 new projects, the most important of which are outlined below:

- Design of new white products pipeline for the interconnection of the Aspropyrgos and Elefsina Refineries, and upgrade of the existing suburban railway line in western Attica.
- Equipment design (supply technical specifications) and construction of a new SRU unit and its interconnection with the refinery of Thessaloniki.
- Detailed design for the implementation of the findings of the HAZOP study on the naphtha isomerization unit (U-3300) at the Aspropyrgos refinery.

- Advanced Basic and Detailed Design (FEED) of the LPG facilities and of oil product storage facilities in Vasiliko, Cyprus.
- Project management services for the oil strategic reserve of Serbia.
- Design and environmental study for the natural gas pipeline project IGI Poseidon.
- Study for the rerouting of the JET A1 pipeline in Sri Lanka.
- Construction supervision services for the new Amine Unit at the Rijeka Refinery in Croatia.

ASPROFOS' activity in the area of Corporate Social Responsibility was also significant in 2018, as it supported the Group's program by restoring the Theatre of Mandra in Attiki, as well as completing the restoration of the special education complex in Rafina.





HELLENIC  
PETROLEUM  
in the  
**Capital markets**

## Main information

HELLENIC PETROLEUM's shares are traded in the General Category (Main Market) on the Athens Stock Exchange (ATHEX: ELPE) and the London Stock Exchange (LSE: HLPD), through Global Depositary Receipts (GDRs) while its two bond issues are listed on the Luxembourg Stock Exchange.

The Company's share capital amounts to €666,284,703.30 divided into 305,635,185 shares with a nominal value of €2.18 each. The Company's shareholders' rights, arising out of their shares, are proportionate to the percentage of capital corresponding to the paid-in-share value. All shares have the same rights and obligations arising from the Law and the Company's Articles of Association. The liability of the Company's shareholders is limited to the nominal value of the shares they own.

HELLENIC PETROLEUM's shares participate, with a significant weighting, in the ASE General Index and the FTSE/XA Large Cap Index, as well as a number of other indices such as the FTSE/ASE Oil-Gas Index, the FTSE/Med 100, the Greece - Turkey 30 Index and the Global X FTSE Greece 20 ETF.

## Share Ticker:

OASIS	ELPE
Reuters	HEPr.AT
Bloomberg	ELPE:GA

## Share price development

In 2018, the ASE General Index followed a downward trend, declining by -23.6% as compared to 2017, which reflects developments in the banking sector, whose index recorded significant losses, political developments in Greece, but also the volatile international environment, both in Europe (political crisis in Italy, Brexit), and globally (trade policy issues between USA and China). Similarly, the FTSE/ASE Large Cap closed lower by 22.8%, while HELPE's share recorded a slight decline of -3%, outperforming the ASE General Index, closing at €7.38 on 31.12.2018.

Total dividend

€0.75 /share 

## Share Price Data, Fiscal Year 2018

Average price	€ 7.57
Lowest price	€ 6.67
Highest price	€ 8.79
Average daily trading volume (no. of shares)	94,097

## Analyst coverage

The number of Greek and international brokerage firms covering HELLENIC PETROLEUM on the 31<sup>st</sup> of December 2018 amounted to eleven firms.

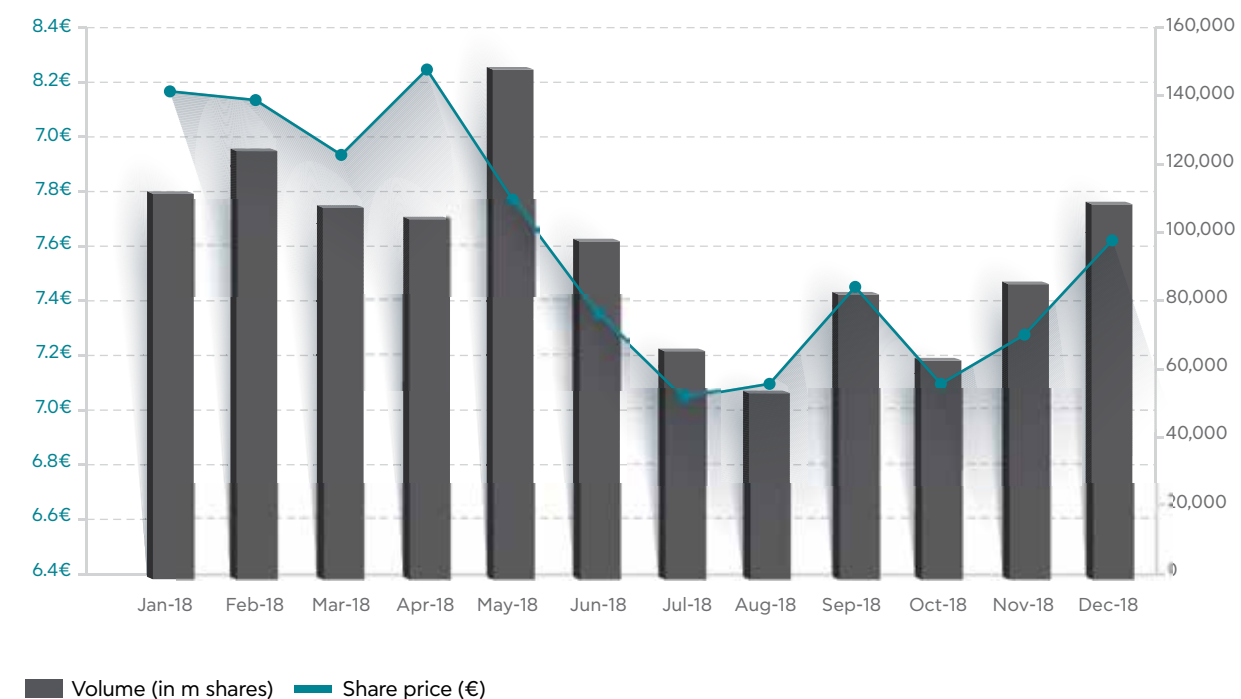
### Greek Firms

- Alpha Finance
- Axia Ventures
- Eurobank Equities
- Investment Bank of Greece
- NBG Securities
- Pantelakis Securities

### International Firms

- Citigroup
- Wood Company
- HSBC
- UBS
- Edison

HELLENIC PETROLEUM'S share price evolution (share price in € - Average daily volume, no. of shares)



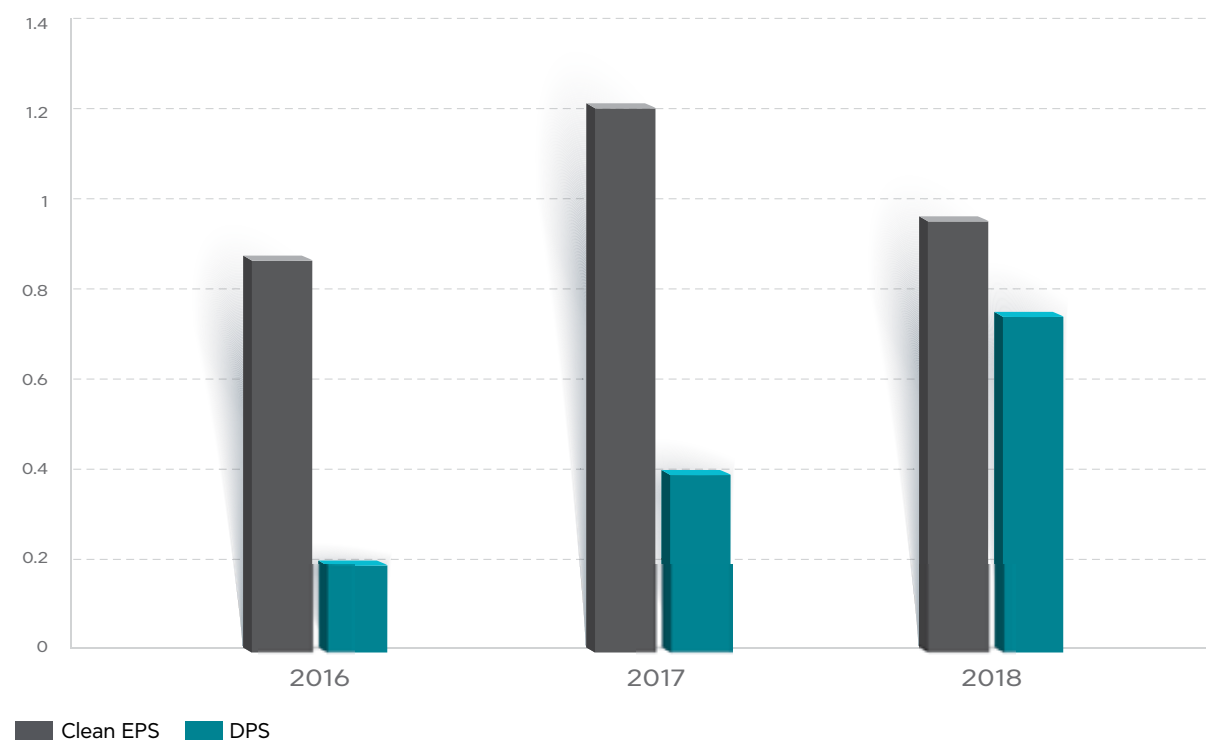


€229 million   
total dividend

### Dividend policy

On 8 November 2018, the Board of Directors of HELLENIC PETROLEUM decided to distribute an interim dividend of €0.25 per share and proposed the distribution of a final dividend of €0.50 per share, €0.25 of which pertain to the proceeds of the sale of the company's share in DESFA, resulting in a proposed total dividend for the FY 2018 of €0.75/share.

### Dividend\*



■ Clean EPS ■ DPS

\*Including other distributions

### Shareholding structure

Changes in the company's shareholding structure in 2018 were not significant, with the increase in participation of Greek Institutional investors as key trend. The shareholder structure as of 31.12.2018 was as follows:

#### Ownership structure (31.12.2018)

Shareholder	Shares number	% Participation
Paneuropean Oil & Industrial Holdings S.A.	138,971,359	45.5%
Hellenic Republic Asset Development Fund	108,430,304	35.5%
Greek Institutional Investors	16,170,680	5.3%
International Institutional Investors	18,102,774	5.9%
Retail Investors	23,960,068	7.8%
<b>TOTAL SHARES</b>	<b>305,635,185</b>	<b>100%</b>

#### Shareholder structure



### Eurobond issue

Since 2013, the Group has raised more than €1.6 billion through the issue of four internationally traded bonds, making it the largest independent Greek issuer. Over the last few years, yields on the company's bonds have recorded a significant decrease.

#### HELPE Oct.'21 Bond Yield (Mid YTM %)



The key features of the two bonds, issued by Hellenic Petroleum Finance plc and guaranteed by HELLENIC PETROLEUM SA outstanding, on 31 December 2018 on the Luxembourg Stock Exchange, are presented in the table below:

Issue Date	Maturity	Currency	Issue Amount (m)	Cpon	(ISIN)
04/07/2014	04/07/2019	EUR	325	5.25%	XS1083287547
14/10/2016	14/10/2021	EUR	450	4.88%	XS1500377517

### Investor Relations Services

The Company seeks to fully and fairly inform its shareholders and bondholders both in Greece and internationally, through a variety of events and initiatives, such as:

- Quarterly reports outlining business activities and financial results (press releases, presentations, teleconferences, internet)
- Annual Report, interim and annual Financial Report of the BoD
- Teleconferences enabling investors/analysts to receive further information on the Group's activities
- Regular contacts and meetings with analysts and fund managers
- Attending roadshows and investor conferences both in Greece and abroad
- Regularly updating the Company's website concerning basic industry performance indicators which affect the Company's financial performance



# Environment, Safety, Society and Governance

# Health and Safety

For HELLENIC PETROLEUM Group, Health and Safety, in all its activities, is its most important priority.

For this reason, all necessary safety measures are taken concerning staff, colleagues and visitors in all workplaces, in line with the International Sustainable Development Goal (SDG 3) for Good Health.

The Group continuously invests in prevention, staff and partners' training and infrastructure in health and safety to ensure that it complies with the strictest criteria at both national and European level. In 2018, approximate-

ly €14 million was invested in safety improvements in all of the Group's facilities in Greece and abroad.

All Group facilities set targets to control and improve their Health and Safety performance, with a regular periodic review of the targets. Specific safety indicators' objectives are set and tracked, based on CONCAWE's proposals.

In 2018, the Group's holistic safety program continued,

€14 million investments in safety



60% reduction of lost workday accidents vs 2017

leading to the establishment and improvement of important safety procedures for the three refineries and the individual plants.

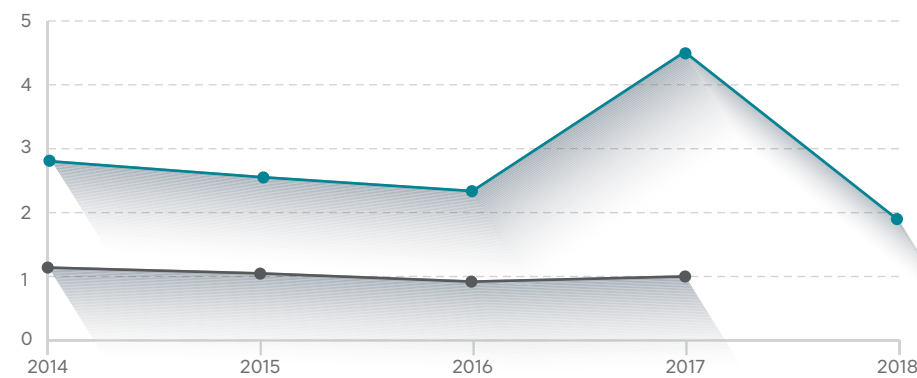
In 2018 there was a significant decrease in incidents as compared to 2017, with lost workday accidents reaching the lowest levels recorded in recent years, while the Group also achieved the goal set with regard to reporting and investigating near incidents, which con-

stitutes a pre-emptive safety indicator, in all facilities of the Group.

Overall, in 2018, out of a total of 8,917,070 man-hours, 17 work-related accidents (-60% vs 2017) related to staff and contractors employed in the refineries and chemical plants of HELPE SA and EKO ABEE, were reported.

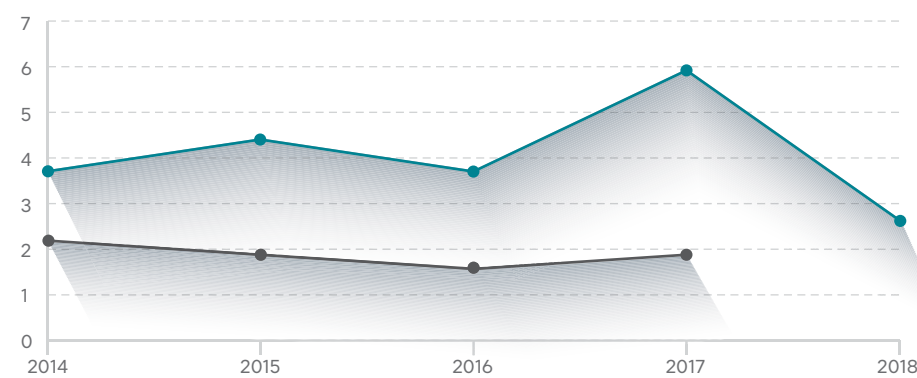
Diagrams below show the safety KPIs evolution:

LWIF Index<sup>6</sup>



<sup>6</sup> Lost workday injury frequency: Number of accidents of absence (LWIs) / 1 million man-hours

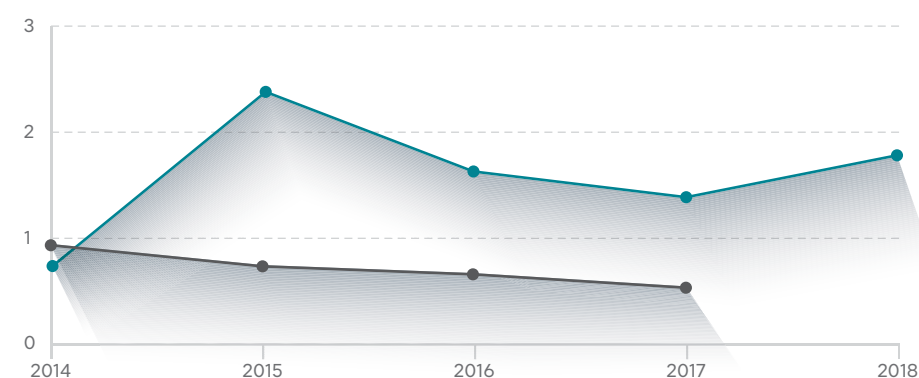
AIF Index<sup>7</sup>



<sup>7</sup> All injury frequency: Sum of deadly accidents + LWI + limiting capacity + healthcare / 1 million man-hours

■ HELPE ■ ConcaWE

Process Safety Event Rate Index<sup>8</sup>



<sup>8</sup> Process Safety Event Rate: Number of process safety incidents / 1 million man-hours

■ HELPE ■ ConcaWE

# Environment

HELLENIC PETROLEUM applies its environmental policy consistently, by ensuring the commitment of all its staff and integrating it into each and every one of its activities.

HELLENIC PETROLEUM Group faces significant challenges related to energy and climate change. In particular, through the implementation of its sustainable development strategy, it seeks to achieve both short and long-term energy efficiency and emission reduction targets, in line with the UN's Sustainable Development Goals with regard to affordable and clean energy (SDG 7) and responsible production and consumption (SDG 12).

These include, by way of example, the goals to reduce the Group's carbon footprint by 250,000 tons CO<sub>2</sub> by 2025, though investing in the improvement of energy efficiency at the production facilities of the Group, as well as in Renewable Energy Sources (RES) and to reduce the CO<sub>2</sub>/tn indicator of crude oil feed by 5% by 2020 at the Group's refineries.

By continually improving operational parameters and reducing its environmental and carbon footprint, the Group constantly strives to achieve the goals it has set as follows:

- Continuous improvement of environmental performance to protect water, air and soil
- Increase energy efficiency and the optimal use of natural resources, based on the principles of sustainable consumption and production
- Reduce greenhouse emissions to address climate change

HELLENIC PETROLEUM applies its environmental policy consistently, by ensuring the commitment of all its staff and integrating it into each and every one of its activities.

The implementation of the Group's environmental policy is achieved through: setting objectives for each activity, monitoring all environmental parameters and benchmarking with the performance of the European industry and continuously educating staff and social partners on environmental issues, along with the implementation and certification of environmental management systems across the broad range of the Group's activities.

In addition, the Group regularly evaluates its compliance with the relevant environmental management procedures at each facility, either through internal inspections by trained and experienced personnel or through inspections conducted by independent accredited certification bodies. At the same time, it monitors the development of environmental indicators (KPIs) which are included in the Group's periodic reports and performance evaluation criteria for management.

HELLENIC PETROLEUM Group aims to reduce both gaseous emissions and waste generated through specific actions such as maximizing the use of gaseous fuels, using fuels of higher environmental specs and applying advanced technologies to the production process.

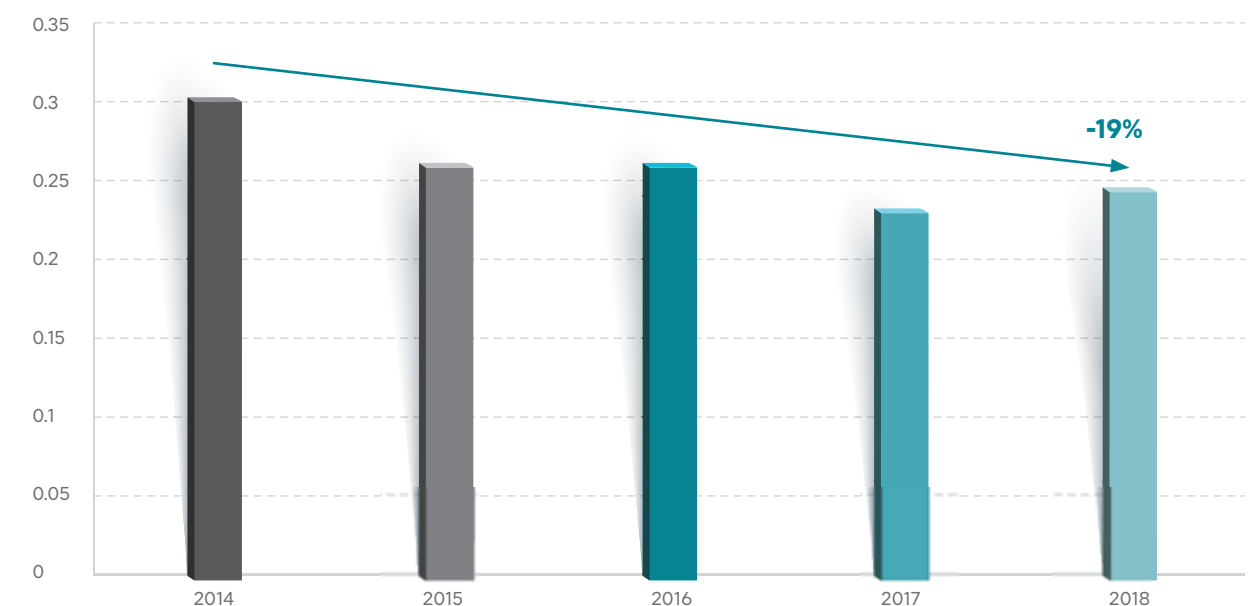
# 19% reduction

of CO<sub>2</sub> emissions over the last five-years

In 2018, actions to improve the environmental footprint continued, with projects such as the use of Low NOx burners, volatile organic compounds recovery units at the port facilities of Aspropyrgos and Elefsina, as well as the additional fuel gas sulphur recovery unit at Thessaloniki refinery, which are presented in the diagrams below.

In particular, the CO<sub>2</sub>/tn crude oil emissions decreased over the past 5 years by 19% overall, exceeding the original target that had been set (-5% by 2020). This improvement is due to efficient energy management and energy saving projects. It is noted that, excluding 2017 which was affected by the shutdown of Elefsina refinery, 2018 is the best year over the last five accounting for normal operating levels.

CO<sub>2</sub>/tn of Crude feed Emission Index\*



\*Data from the first year of comparable levels of HELPE refinery operation

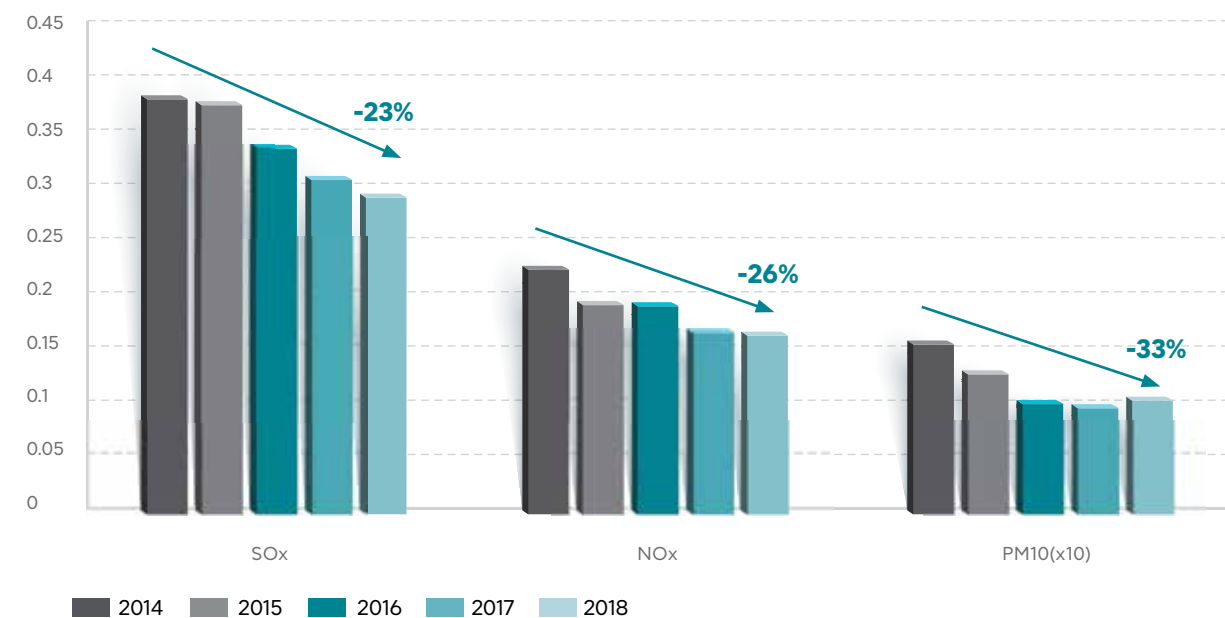
# 33% reduction

of PM emissions over the five-year period

In 2018, the Group's three refineries continued on the last 5 years' trend, with the indicators of the most important gas emissions for the sector (SO<sub>x</sub>, NO<sub>x</sub> and PM particles per kilogram of emissions per ton feeds) improving steadily, reflecting the results of applied environmental management systems and programs for environmental performance improvement.

With regard to liquid and solid waste management, in accordance with the principles of circular economy and the Responsible Consumption and Production Goal (SDG 12), the primary objective is to reduce their production at source, maximize recycling and re-use in the production process of as many waste streams as possible, and subsequently manage them in the best possible way for the benefit of both the environment

**Air Emissions (in tons/throughput)**



\*the PM10 indicator is multiplied by 10 so that it can be better presented

and human health. The goal is to significantly reduce waste which is destined for final disposal - landfill, and to stabilise it at 15% by 2030. HELLENIC PETROLEUM has invested in modern waste treatment units, such as three-stage integrated wastewater treatment and an oil-sludge treatment unit using biodegradation at the Thessaloniki facilities.

Due to the nature of its activities, the Group faces a number of risks in its operations in relation to the use of hazardous and flammable substances, as well as technical challenges in production and logistics facilities. Failure to manage those risks could have a significant impact on the Group's operations and financial position, including administrative sanctions, and inability to carry out its activities.

The Group implements a series of specific inspection and audit procedures, including management systems in line with international standards, where applicable, to address any risks related to safety and environmental issues, in addition to complying with relevant European and national laws and related equipment design specifications.

The Group's three refineries participate in the European Greenhouse Gas Emissions Trading Scheme (EU-ETS). For the period 2013-2020 (3<sup>rd</sup> phase of the

allowance trading system), despite the implementation of energy saving projects, compliance cost has significantly increased, due to the reduced number of allowances allocated each year as well as the significant increase in the price of allowances in 2018. In addition, in accordance with the decisions of the European Union on the establishment and operation of a Market Stability Reserve and the revision of the EU -ETS for the period 2021-2030, the price of allowances is expected to increase (€/tn), which will in turn directly affect the future compliance cost, both directly and indirectly through power consumption which also incurs a similar cost.

Moreover, increased cost for compliance with European environmental requirements has a negative impact on competitiveness due to proximity to neighbouring areas that are not subject to EU legislation and therefore incurring significantly lower environmental cost compliance vs EU.

In 2016 the Group adopted the Greek Sustainability Code "SUSTAINABLE GREECE 2020" and actively participates in the Sustainable Development Dialogue, contributing with actions and investments to the 17 objectives set by the UN for 2030.



# Society

The strategy and the Group's activities aim at strengthening the relationships with its stakeholders so that the Group can respond to their needs in the context of sustainable development.

## Social Product

HELLENIC PETROLEUM has defined its stakeholders (interested parties) as parties with which it communicates, converses or cooperates, or who possess a direct / indirect interest in its operations.

Interested parties include:

- Employees
- Customers & Consumers
- Station managers
- Suppliers & Partners
- Shareholders, bondholders, Capital Markets & other Capital Providers
- Media & Opinion Leaders
- Broader society (Organizations, NGOs etc.)
- the Local Community (Organizations, NGOs of neighbouring municipalities)
- the State and Regulatory Authorities
- the Business Community
- the Scientific Community / Academia

HELLENIC PETROLEUM defines its social product as the financial contribution that is made towards our key stakeholders, excluding customers and suppliers. The Group makes significant investments, provides a considerable number of employment positions and contributes to the improvement of the economy in the countries that it operates; furthermore, it has an indirect positive impact on growth, employment and national product. As a result of its activities, the Group also collects and pays an important part of indirect taxes (excise duty and VAT) to the authorities in the countries where it operates. Finally, the Group's contribution to society as a whole, through targeted interventions, within the context of its Corporate Social Responsibility framework which placed an emphasis on supporting socially vulnerable groups and young people, was substantial.

In 2018, the Group's turnover amounted to €9,769 million (2017: €7,995 million) while the social product amounted to €1.7 billion (2017: €1.7 billion) distributed as follows:

- €235 million distributed to employees (salaries and benefits)
- €50 million paid directly to the Greek State via direct taxes and employee insurance contributions, as well as an additional €1.3 billion in indirect taxes
- €151 million distributed to shareholders as dividend
- €7 million was also distributed through initiatives for the society

€7 million was distributed through initiatives for the society



€1.3 billion in indirect taxes to the Greek State



## Corporate Social Responsibility

The Integration of the 17 Sustainable Development Goals into our Strategy creates Value for the Group.

The adoption of the Sustainable Development Global Goals and the Group's commitment to their gradual integration into all of its activities over the next decade entails the re-design of our strategy and creates new development prospects.

This will enable the Group to better respond to society's expectations as a responsible social partner, whilst creating the structures needed to transform it into a modern energy Group, ready to exploit opportunities and to face the challenges that will arise from future changes in both technology and human resources.

In recent years, the Group has developed close cooperation with a broader group of social partners. It maintains an open dialogue with the local communities where it operates and determines the key issues for each area. It applies good practices in regard to all social groups, supports local economy and local suppliers, and offers employment and opportunities for young people.

The Group's programs focus on the younger generation, awarding scholarships for educational institutes in Greece and abroad, to students who excel thanks to

their talent and performance. It supports actions and initiatives that further innovation and entrepreneurship and creates potential for young people.

Through its social work, the Group promotes development in areas which suffered from natural disasters, floods, fire (Municipalities of Mandra - Eidyllia, Megara, Rafina - Pikermi etc.) as well as social groups facing challenges, so as to improve their living conditions.



# Material Topics & Sustainable Development Goals

MATERIAL TOPICS	PILLARS OF SUSTAINABLE DEVELOPMENT			SUSTAINABLE DEVELOPMENT GOALS (SDGs)
	ECONOMY	SOCIETY	ENVIRONMENT	
REGULATORY COMPLIANCE	✓	✓		
OIL LEAKS & SPILLS		✓	✓	
EMPLOYEE HEALTH, SAFETY & WELL-BEING	✓	✓		
AIR QUALITY		✓	✓	
FIGHTING CORRUPTION & BUSINESS ETHICS	✓	✓		
ENERGY & CLIMATE CHANGE	✓	✓	✓	
WASTE & CIRCULAR ECONOMY	✓	✓	✓	
EMPLOYMENT	✓	✓		
PRODUCT SAFETY, QUALITY & ACCESSIBILITY	✓	✓	✓	
CONTINUOUS OPERATION & EMERGENCY READINESS		✓	✓	

# 7 Scholarship

Programs in Greece and abroad



## Actions 360°

### Young Generation

The Group implements initiatives and actions focused on education and the youth, aimed at improving young people's knowledge and developing skills, including programs at all levels of education, in cooperation with educational institutions in Greece and abroad, as well as research centers etc. Professional experience is also a main focus either through employment within the organization or the support of employment programs in Greece and abroad, through vocational training lectures, collaborations with universities and research centers and creative student programs.

In this context, HELLENIC PETROLEUM Group rewards excellence in neighbouring Municipalities with the "Rewarding New Entrants in Tertiary Education" Program as well as scholarships for postgraduate studies in Greek universities and reputable universities abroad. Finally, educational visits are organized for secondary and tertiary education students to the industrial facilities along with financial sponsorships for events such as BEST and TEDx and donation of equipment to science laboratories in schools throughout Greece.

### Society

In the context of social solidarity and the support of vulnerable social groups, the Group has undertaken immediate action for the relief of people who suffered from natural disasters, that affected our country, while it continued its contribution to society with several actions, such as:

- heating oil donation to schools, care centers for elderly of neighbouring municipalities, refugee camps and NGOs at national level,
- supporting the operation of social groceries of our local communities
- supporting Hospitals, Health Centers, NGOs, foundations and charitable organizations.

Furthermore, it implements programs aimed at providing assistance and support to people with disabilities and Romani families, as well as preventative medicine programs for students and participates in volunteer and informative actions for human rights.

# 64 Scholarships

for postgraduate studies in Greek Universities and Universities abroad



### Environment

The protection of the environment and the implementation of infrastructure projects for sustainable cities are key pillars of the Group's corporate social responsibility. It ensures the installation, monitoring and maintenance of environmental stations in the areas in which it operates and applies the best available techniques for the operation of all its facilities. Moreover, it implements studies and projects for environment protection and energy saving, in collaboration with the academic community. It meets the energy needs of schools by installing PV panels, it contributes to the construction of parks, playgrounds and sports centers, as well as to road maintenance and paving, etc. to improve the quality of life in neighbouring municipalities. Finally, it implements a long term educational and environmental awareness program targeted to students of remote areas all over Greece.

### Culture

The Group supports and participates in all major cultural events of the local communities and the broader society, aiming at safeguarding and disseminating our cultural heritage. It takes initiatives and collaborates with local communities to restore buildings and establish cultural centers. It supports libraries, museums and develops partnerships with organizations, institutions and cultural centers to preserve and promote culture. Core actions for sports include the education of young people, as well as providing inspiration to the broader society by encouraging and developing the athletic spirit, through sports initiatives for humanitarian purposes and by supporting the effort of sports clubs, teams and individual athletes.

# Corporate Governance

Corporate Governance refers to a set of principles on the basis of which the proper organization, operation, management and control of a company is evaluated with the aim of maximizing value and safeguarding the legitimate interests of all stakeholders.

## Corporate Governance Statement

### General

In Greece, the Corporate Governance framework has been developed mainly through the adaptation of mandatory rules, such as Law 3016/2002. This law imposes the participation of non-executive and independent non-executive members on the Boards of Directors of Greek listed companies, the establishment and operation of internal audit units and the adoption of an Internal Procedures Manual. Moreover, a significant number of other legislative acts incorporated EU corporate law directives in the Greek legal framework, thus creating a new set of rules regarding corporate governance. Those include Law 3693/2008, requiring the creation of audit committees and incorporating significant disclosure obligations, concerning the ownership as well as the governance of a company, Law 3884/2010, dealing with the rights of shareholders and additional corporate disclosure obligations in the context of preparation of the General Meeting of shareholders and Law 3873/2010, incorporating in the Greek legal framework the Directive 2006/46/EC of the European Union, concerning the annual and consolidated accounts of companies of a certain legal form; also L.4403/2016 that incorporated Directive 2013/34/EU and Directive 2014/95/EU into the Greek legal framework, regarding the disclosure of non-financial and diversity information by certain large undertakings and groups. Finally, in Greece, as well as in most countries, the Company Law (codified law 2190/1920, which is modified by numerous guidelines derived from many of the aforementioned EU Directives) includes the basic legal framework of company governance. The above Law was replaced by Law 4548/2018 to the provisions of which the Company must adapt its Articles of Association in 2019.

### Corporate Governance Code

The Company has voluntarily decided to adopt the **Corporate Governance Code for listed companies of the Hellenic Corporate Governance Council (HCGC)** (hereinafter referred as the "Code"). The Code is accessible at the Hellenic Corporate Governance Council (HCGC), at the following address:

<http://www.helex.gr/el/esed>

Apart from HCGC's website, the Code is also available to all employees through the intranet as well as in hard copy at Group Finance and Human Resources.

During 2018, the Company complied with the provisions of the above Code with the deviations mentioned below and intends to adopt appropriate policies and proposals to minimize existing deviations from the provisions of the Code.

In 2018, in addition to the provisions of the Code, the Company complied with all the relevant provisions of the Greek Legislation (Law 2190/1920 as currently in force and Law 3016/2002.

### Deviations from the Corporate Governance Code

In some instances, the Company deviates or does not apply certain provisions of the Code in their entirety:

- With regard to the size and composition of the Board of Directors (or "BoD")
- With regard to the role and attributes of the Chairman of the BoD
- With regard to BoD members nomination
- With regard to the functioning and evaluation of the BoD
- With regard to the level and structure of compensation
- With regard to the General Meeting of shareholders.

### Corporate Governance Practices Exceeding Legal Requirements

The Company, within the framework of implementing a satisfactory and well-structured system of corporate governance, has applied specific practices of good corporate governance, some of which exceed relevant current legal requirements.

More specifically, the Company has adopted the following additional corporate governance practices, all of which relate to the size, composition, responsibilities and overall operation of the BoD:

- Due to the nature and purpose of the Company, the complexity of matters and the necessary legal support of the Group, which includes a number of operations and subsidiaries in Greece and abroad, the BoD – numbering thirteen members, which is ten more than the minimum required by law – has established committees that consist of its members, with advisory, supervisory and authorizing responsibilities, aiming to support the BoD. These committees are briefly stated below:

- I. Audit Committee
- II. Crude oil and Products Supply Committee
- III. Finance & Financial Planning Committee
- IV. Labour Issues Committee
- V. Remuneration & Succession Planning Committee

- In addition to the above committees of the BoD, executive and non-executive committees have been established in the Company, mainly with an advisory and coordinating role. They comprise senior executives of the Company and their goal is to support the work of Management. The most important committees are:

- I. Group Executive Committee
- II. Group Manufacturing Activities Committee
- III. Domestic & International Fuels Marketing Committee
- IV. Oil Supply and Sales Committee
- V. Group Credit Committee
- VI. Investment Evaluation Committee
- VII. Electricity, Natural Gas & Renewable Energy Sources Committee
- VIII. Exploration and Production Committee

- The BoD has included specific provisions in the Company's Internal Procedures Manual, banning transactions of shares for the Chairman of the BoD, the CEO and for other members of the BoD, as long as they serve as either Chairman of the BoD or CEO of a related company. The BoD has also implemented a Procedure of Monitoring and Disclosure of Significant Participations and Transactions on the Company's shares, as well as a procedure of Disclosing and Monitoring Transactions and Financial Activity with the Company's major clients and suppliers.

Since 2011, the company has adopted a Code of Conduct in accordance with the 1175/24.11.2011 BoD decision and created a Regulatory Compliance Unit which has the responsibility of implementing the Code.

During 2018,

- (i) a Competition Policy & Compliance Program has been adopted which is an important complement to the Group's regulatory self-compliance framework; and
- (ii) the Group's Privacy Policy was approved in compliance with the applicable national and European regulatory framework and in particular the European General Data Protection Regulation (GDPR).

Within 2019, the Company intends to adopt a conflict of interests' prevention policy that will be part of the Code of Conduct. An evaluation and review process of the Code of Conduct is also in progress.

### General Meeting of Shareholders and Shareholders' Rights

The roles, responsibilities, participation, the ordinary or extraordinary quorum of participants, the Chairmanship, Agenda and the conduct of procedures of the General Meeting of the Company's Shareholders are described in its Articles of Association, as updated on the basis of the provisions of Codified Law 2190/1920 (following integration of Law 3884/2010 on minority voting rights).

Shareholders are required to prove their shareholder status and the number of shares they own at the exercise of their rights as shareholders. Usual forms of proof are custodian or Central Depository certificates or electronic communication through specialised secured electronic platforms.

### Board of Directors (BoD)

The Company is managed by a BoD, consisting of 13 members, with a term of five years.

Members of the current BoD:

- Efstathios Tsotsoros, Chairman & CEO, Representative of the Greek State (CEO from 17.4.2018), Executive member of the BoD
- Andreas Shiamishis, Deputy CEO & CFO, Representative of POIH, Executive member of the BoD
- Georgios Alexopoulos, Representative of the Greek State, Executive member of the BoD
- Theodoros-Achilleas Vardas, Representative of POIH, Non-Executive member of the BoD
- Georgios Grigoriou, Representative of the Greek State, Non-Executive member of the BoD
- Dimitrios Kontofakas, Representative of the Greek State, Non-Executive member of the BoD
- Vasilios Kounelis, Representative of the Greek State, Non-Executive member of the BoD
- Loudovikos Kotsonopoulos, Non-Executive member of the BoD (from 17.4.2018)
- Christos Tsitsikas, Non-Executive member of the BoD (from 29.11.2018)
- Konstantinos Papagiannopoulos, Employees' representative, Non-Executive member of the BoD
- Georgios Papakonstantinou, Employees' representative, Non-Executive member of the BoD (from 6.6.2018)
- Theodoros Pantalakis, independent member –minority shareholders' representative
- Spyridon Pantelias, independent member –minority shareholders' representative

## Composition & Operation of the Board of Directors, Supervisory Bodies and Committees of the Company

During 2018, Mr. Grigorios Stergioulis was CEO and Executive Member of the BoD until 17.4.2018, Mr. Ioannis Psychogios, Executive Board Member until 29.11.2018 and, Mr. Panagiotis Ofthalmidis, Member of the BoD as Employees' representative (until 6.6.2018).

### Roles and Responsibilities of the BoD

The BoD is the supreme executive body of the Company and principally formulates its strategy and supervises and controls the management of its assets. The composition and attributes of the members of the BoD are determined by Law and the Company's Articles of Association. First and foremost, among the duties of BoD is to constantly pursue the increase of the Company's long-term economic value and to protect its interests.

To achieve corporate goals and the uninterrupted operation of the Company, the BoD may grant some of its authorities, except the ones that demand collective action, as well as the administration or management of the affairs or representation of the Company to the Executive Committee, to the Chairman of the BoD, the CEO, the Deputy CEO or to one or more BoD members (executive and non-executive), to Company managers or to employees. BoD members and any third party that has been granted authorities from the BoD is not allowed to pursue personal interests that conflict with the interests of the Company. BoD members and any third party that has been granted authorities from the BoD must disclose in a timely manner to the rest of the BoD any personal interests that might arise as a result of transactions with the Company that fall under their duties.

- Indicatively, the BoD decides and approves the following:
  - I. The Business Plan of the Company and the Group,
  - II. The Annual Business Plan and Budget of the Company and the Group,
  - III. Any necessary change to the above,
  - IV. The issue of bond loans,
  - V. The Annual Report of transactions between the Company and its related parties,
  - VI. The Annual and Interim Financial Reports, including the Financial Statements of the Company and the Group,
  - VII. The establishment and participation in companies or joint ventures, acquisitions, establishment or termination of facilities – for any transaction with minimum value of €1 million euro.
  - VIII. The agreements for participation in consortia for the exploration and production of hydrocarbons,
  - IX. The final termination of manufacturing operations,
  - X. The regulations that govern the operation of the Company and any amendments thereto,
  - XI. The basic organizational structure of the Company and any amendments to it,
  - XII. The appointment / dismissal of General Managers
  - XIII. The Collective Labour Agreement,
  - XIV. The Internal Procedures Manual,
  - XV. The determination of the remuneration policy of the Company's managers,
  - XVI. The hiring processes for managers and the assessment of their performance,
  - XVII. Any other matter stipulated by the existing Company regulations.

### Executive and non-executive members of the BoD

The BoD determines the responsibilities and status of its members as executive or non-executive. The number of non-executive members of the BoD cannot be less than one-third of the total number of its members.

The company, by adopting the basic principle of corporate governance, which is the clear identification and the delegation of administrative responsibilities and duties among the executive members of the BoD, in order to avoid duplication of duties, proceeded to the allocation of administrative responsibilities and duties between the Chairman & CEO and the Deputy Chief Executive Officer.

### Chairman of the Board of Directors and CEO

The Executive Chairman of BoD and CEO is responsible for presiding over and administering the meetings of the BoD and signing the respective decisions and performs all acts that fall under his responsibilities according to the Company's Articles of Association; as CEO, is the legal representative of the company and has the responsibility of all business units and functions, except for those reporting to the Deputy CEO.

The General Manager of Group's Internal Audit as well as the Chairman and the CEO of ASPROFOS SA, also report to the Chairman of BoD and CEO.

### Deputy Chief Executive Officer

The Deputy Chief Executive Officer reports to the Chairman of BoD and CEO and replaces him in case of absence or impediment and has the responsibility of:

- Group Financial Services, including the finance departments of all the Group's companies
- The Group Strategic Planning and New Business Activities
- The Group Procurement
- The Group Information Technology & Systems

### Audit Committee

The Audit Committee is appointed by the General Meeting of Shareholders and comprises three (3) non-executive members of the Board of Directors and has the following responsibilities:

- To monitor the process and the performance of the statutory audit for the Company's individual and consolidated financial statements.
- To monitor, examine and evaluate the process of preparing financial reports
- To monitor, examine and evaluate the adequacy and effectiveness of all the policies, procedures and safeguards of the Company with regard to the Internal Audit System and risk assessment and management, in relation to financial reporting.
- To review and monitor the independence of auditors or auditing firms.
- It is responsible for the appointment procedure of auditors or auditing firms and nominates auditors or auditing firms to be appointed by decision of the General Meeting of Shareholders.

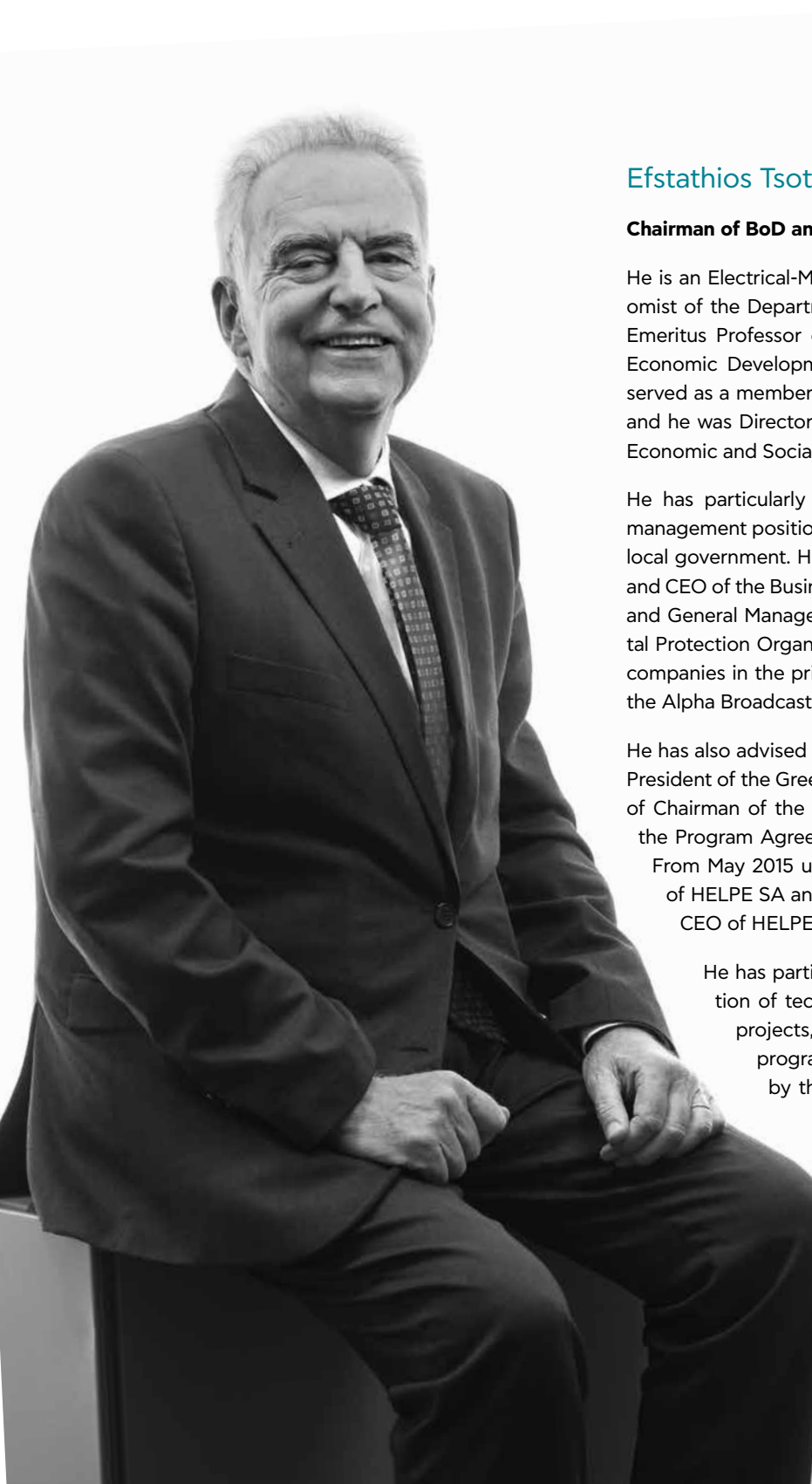
In 2018, the Internal Procedure Manual of the Audit Committee was updated and the Pre-Approval Policy regarding the provision of permitted non-audit services by the independent auditor of the HELPE Group was adopted, in compliance with the provisions of the applicable regulatory framework (L. 4449/2017 and Regulation (EU) 537/2014).

### Remuneration & Succession Planning Committee

The Company's Remuneration and Succession Planning Committee consists of three (3) non-executive members and has the following responsibilities:

- It proposes the principles, as well as the Company's remuneration and benefits policy for Managers; any relevant decisions made by the Chairman & CEO are based on these principles and policy.
- It proposes the total remuneration (fixed and variable - including share options) to the Chairman & CEO in regard to the executive members of the Board of Directors, as well as the Managers of the Company and the Group.
- It proposes the total compensation payable to the Chairman & CEO to the General Meeting of Shareholders.
- Plans for the adequate and suitable succession of General Managers and Managers, when needed, and submits relevant proposals to the Board of Directors.

# Management



## Efsthathios Tsotsoros

### Chairman of BoD and CEO, Executive Board Member

He is an Electrical-Mechanical Engineer from NTUA, graduate Economist of the Department of Economics at the University of Athens, Emeritus Professor of Panteion University (2017) and Professor on Economic Development and Social Transformation (1975-2017). He served as a member of the Council and the Senate of the University and he was Director of the Postgraduate program, as well as of the Economic and Social Research Centre, the Department of Sociology.

He has particularly important and extensive experience in senior management positions in both public and private sectors as well as in local government. He has served as Director of PPC, Board Member and CEO of the Business Reconstruction Organization, Vice President and General Manager of the Athens Regulatory Plan & Environmental Protection Organization, as a Board Member and CEO of various companies in the private sector and Founder, Chairman and CEO of the Alpha Broadcasting Group.

He has also advised the Minister of Energy, the Mayor of Athens, the President of the Greek Technical Chamber and has occupied the post of Chairman of the Technical Chamber of Greece and Chairman of the Program Agreements and Development Contracts Committee.

From May 2015 until today he is the Executive Chairman of BoD of HELPE SA and EKO ABEE and since April 2018 Chairman and CEO of HELPE SA.

He has participated in research projects and in the preparation of technical and economic studies, major investment projects, as well as national and regional development programs. His scientific research has been published by the Educational Institutions of the National Bank of Greece, by Commerce and Piraeus Banks, as well as the National Research Foundation and Papazisis Publications.

## Andreas Shiamishis

### Deputy CEO and Group CFO, Executive Board Member

Holds an Economics degree specialising in Econometrics from the University of Essex, UK, and is a Fellow (F.C.A.) member of the Institute of Chartered Accountants in England and Wales.

He began his career in 1989 working for KPMG Certified Auditors and Advisers in London where he specialised in the banking sector and in organization and strategy for large multinational groups. From 1993 to 1999, he worked as a manager of the DIAGEO Food and Beverages Group in European markets, with positions of responsibility in finance and strategy. In Greece, he held the position of Chief Financial Officer at METAXA until 1998, and later went on to become Regional Finance and Business Development Director with responsibility for the Middle East and North Africa for Pillsbury Group (part of DIAGEO).

From 2000 to 2002, he worked as Chief Financial Officer and Chief Restructuring Officer in a LEVENTIS Group listed company before joining PETROLA HELLAS in 2003 where he worked as Chief Financial and IT Officer.

Following PETROLA's merger with HELLENIC PETROLEUM in 2004, he was appointed Group Chief Financial Officer and a Member of the Group's Executive Committee, and from 2014 to 2015, he became Deputy Chief Executive Officer of the Group, a post he took over once again in June 2017. He is an active participant on various ICAEW committees in Greece and abroad, is a member of the Economic Chamber of Greece, the Corporate Governance Committee of the Hellenic American Chamber of Commerce and various Hellenic Federation of Enterprises committees.





### Georgios Alexopoulos

#### **General Manager Group Strategic Planning & New Business, Executive Board Member**

As General Manager of Strategic Planning and New Business for HELLENIC PETROLEUM Group, he is responsible for the strategic planning, and management of new business development in natural gas, electricity, Renewable Energy Sources, Exploration and Production, as well as the Group's representation in international organizations. He has been a member of the Board of Directors of the European Petroleum Refiners Association as a regular or alternate member since 2012, and has worked for HELLENIC PETROLEUM Group since 2007.

He held the position of Director of Strategic Planning and Development in an international group of companies (SETE S.A.) based in Geneva, Switzerland, from 1998 to 2006, where he was responsible for overseeing the Group's energy portfolio.

Previously, he worked for a number of technical and executive positions at companies including Stone & Webster, Molten Metal Technology, Merck, Dow Corning and Dow Chemical in the United States between 1993 and 1997.

He holds an MBA degree (1998) from the Harvard Business School and an M.Sc. (1993) and B.Sc. (1992) in Chemical Engineering from the Massachusetts Institute of Technology (MIT).

### Ioannis Apsouris

#### **General Manager Group Legal Services**

Attorney at Law, qualified to plead before the Supreme Court, holds a Law degree from the Athens University and a Master's Degree (DEA) from the University of Aix-en-Provence, France.

He was a partner at "Dryllerakis & Associates Law Firm", handling cases of corporate, commercial and civil law. He is Chairman of the Board of ELPET BALKANIKI S.A. and VARDAX SA, Group's subsidiaries, he serves on the Boards of three other Group subsidiaries and until December 2018 was a member of the Supervisory Board of DESFA SA.

Since January 2019, he is a member of the Hellenic Corporate Governance Council (HCGC). He speaks English, French, Spanish and Italian.





### Ioannis Grigoriou

#### General Manager Exploration & Production

He is a mining engineer (NTUA) and Geophysicist (MSc Applied Geophysics, University of Leeds, UK), with 36 years of experience in oil industry. He began his carrier as geophysicist at DEP SA (at 1982) and gradually specialized in upstream exploration, undertaking various managerial positions.

Since 1998 he has been working at HELLENIC PETROLEUM, initially in Group strategic planning and development of new activities sector and then, from 2005 until today, in the field of E&P, passing from all levels of management. He served as advisor to EU Commission on energy strategy and evaluation of research proposals, as well as a Board member of the Group's marketing subsidiaries and of he is Managing Director of HELPE Upstream and HELPE Patraikos subsidiaries. He also serves as the elected Deputy Chairman of the Scout Group's BoD of 76 oil companies operating in Exploration and Production in Central-Eastern Europe & Caspian (CEEC Scout Group).

### Georgios Dimogiorgas

#### Senior Manager of Oil Handling, Technical Support, R&D and Refineries Transformation Division

A Chemical Engineer (B.Sc.), a graduate of the POLYTECHNIC UNIVERSITY of NEW YORK, USA and an M.Sc. holder from the same university with a specialization in Process Design, Technical-Economic Studies, Thermodynamics and Business Administration. In 1985, he was recruited to the former ELDA SA where he assumed various positions of responsibility until 1998. From 1998 to 2007, he was appointed Deputy Director and then Director of Supply of Transportation, Sales and Risk Management to the Oil Supply and Trading General Division of HELLENIC PETROLEUM SA. From 2007 to 2009, he served as Senior Manager of the Elefsina Refinery and until 2015, held the post of Senior Manager of the Group's Industrial Installations at the Aspropyrgos and Elefsina Refineries as well as Coordinator of the Supply Chain Optimization Project.

From 2015 to January 2019, he took over the Group's Reorganization and Development Division. Today, he holds the position of Senior Manager of the Group's Refinery, Technical Support, R&D and Refinement Division. He has served as Chairman of the Board of Directors of the subsidiary Global SA and as a member of the BoD of ASPROFOS SA.

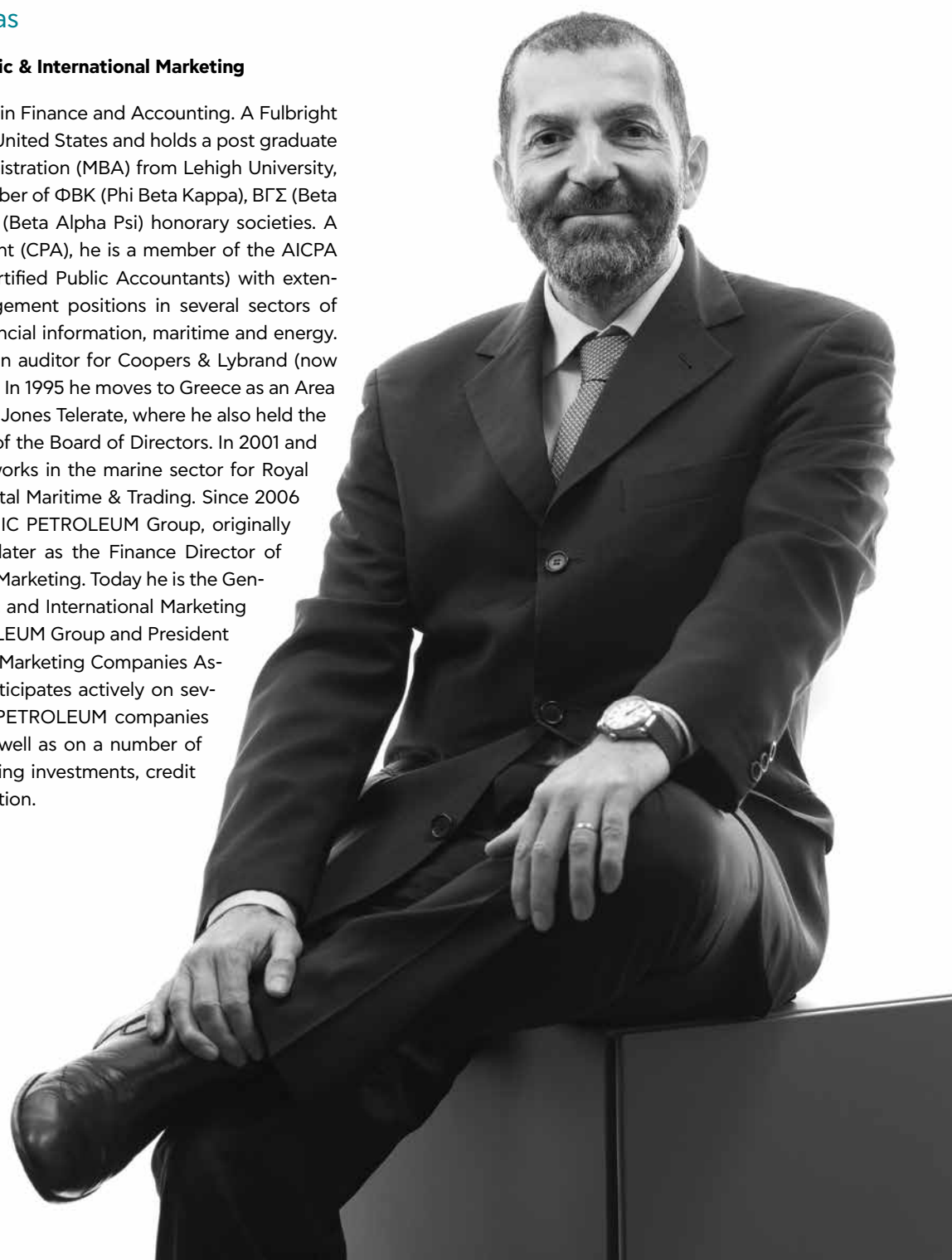




## Roberto Karahannas

### General Manager Domestic & International Marketing

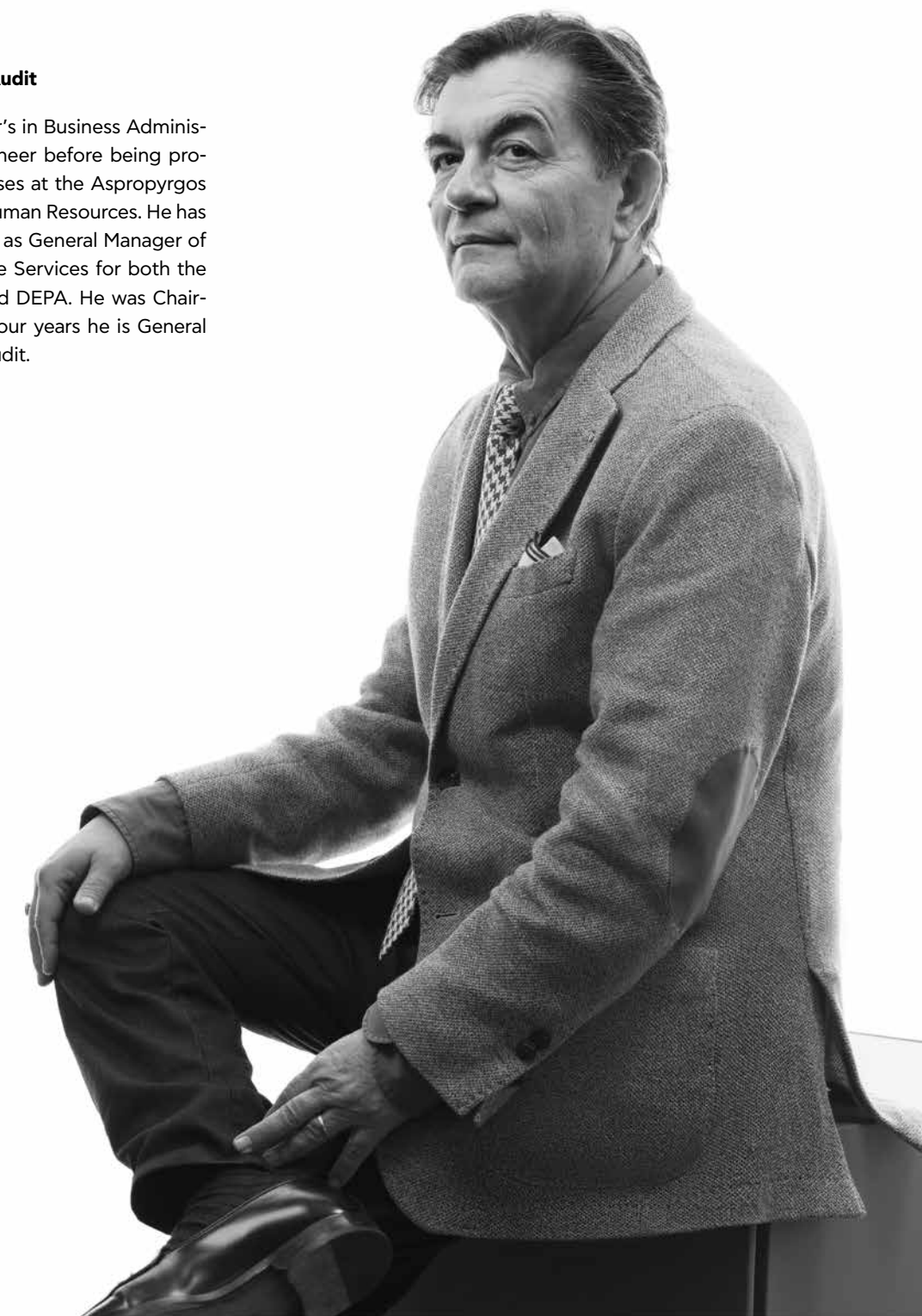
An economist specialized in Finance and Accounting. A Fulbright scholar, he studied in the United States and holds a post graduate degree in Business Administration (MBA) from Lehigh University, Pennsylvania. He is a member of ΦΒΚ (Phi Beta Kappa), ΒΓΣ (Beta Gamma Sigma) and ΒΑΨ (Beta Alpha Psi) honorary societies. A Certified Public Accountant (CPA), he is a member of the AICPA (American Institute of Certified Public Accountants) with extensive experience in management positions in several sectors of the economy such as financial information, maritime and energy. He worked in Cyprus as an auditor for Coopers & Lybrand (now PricewaterhouseCoopers). In 1995 he moves to Greece as an Area Finance Manager for Dow Jones Telerate, where he also held the position of the President of the Board of Directors. In 2001 and for the next 5 years, he works in the marine sector for Royal Olympic Cruises and Capital Maritime & Trading. Since 2006 he works for the HELLENIC PETROLEUM Group, originally as the Group Controller, later as the Finance Director of EKO ABEE and Domestic Marketing. Today he is the General Manager of Domestic and International Marketing for the HELLENIC PETROLEUM Group and President at the Hellenic Petroleum Marketing Companies Association (SEEPE). He participates actively on several BoD's of HELLENIC PETROLEUM companies in Greece and abroad as well as on a number of group committees regarding investments, credit assessment and remuneration.



## Aggelos Kokotos

### General Manager Group Internal Audit

A Chemical Engineer with a Master's in Business Administration, initially worked as an engineer before being promoted to Head of Handling & Losses at the Aspropyrgos Refinery and then as Manager of Human Resources. He has worked for five years, respectively, as General Manager of Human Resources & Administrative Services for both the HELLENIC PETROLEUM Group and DEPA. He was Chairman of DIAXON SA and the last four years he is General Manager of the Group's Internal Audit.



### Alexandros Parginos

#### Deputy General Manager of Refining

He holds a Bachelor's and Postgraduate Diploma in Petroleum Engineering from the Universities of Texas and Missouri in the US.

He started his career in 1986 at ELDA SA as a Production Engineer at the Aspropyrgos Refinery and has continued working with HELLENIC PETROLEUM until today. He took on different positions of responsibility at the Aspropyrgos and Elefsina Refineries and climbed throughout the hierarchy, acquiring significant experience in a variety of specialized technical and administrative issues. He has also been a member of the Board of Directors of OKTA since 2016.

As Deputy General Manager of Refining, he contributes to the Refineries and Chemicals' long-term development strategy in line with the Group's business objectives and is responsible for achieving the annual, medium and long-term objectives in improving the Refineries and Chemicals' competitiveness, transformation goals and optimization of refining operations.

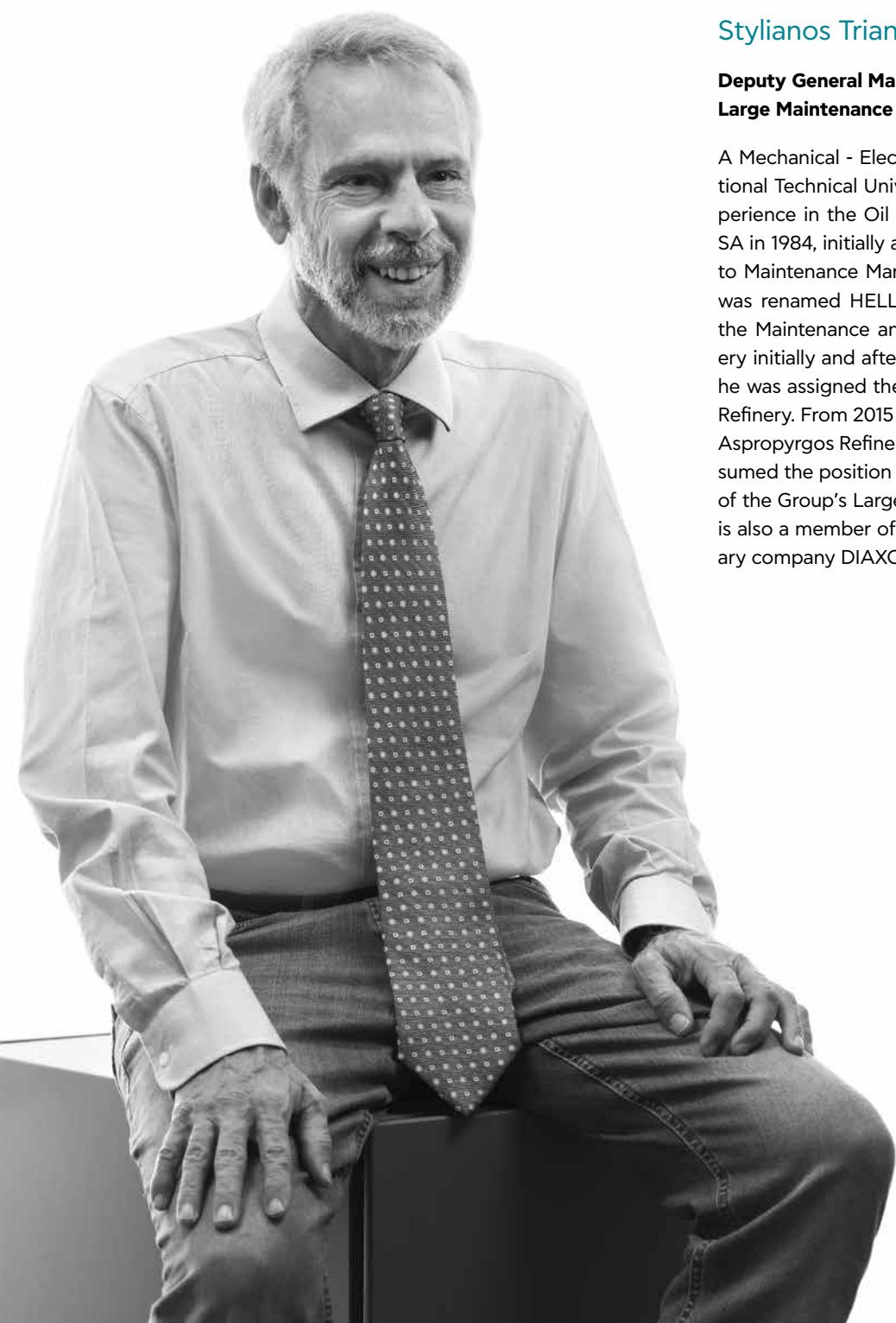


### Constantinos Panas

#### General Manager Supply & Trading

A Chemical Engineer and graduate of the National Technical University of Athens, in 1989 he joined EKO in the Thessaloniki refinery's planning department. In 1996, he was appointed Head of Business Planning at the Public Petroleum Corporation (DEP SA), followed in 1998 by his appointment as Director of Business Planning and Development at HELLENIC PETROLEUM and then as the Head of Supply and International Sales in 2007. Since 2010, he has held the position of General Manager of Supply and Trading of Petroleum Products at HELLENIC PETROLEUM. Born in 1959, he is married and has a son.





### Stylianos Triantafyllou

#### **Deputy General Manager Refining, Head of the Group's Large Maintenance and Projects Division**

A Mechanical - Electrical Engineer graduate from the National Technical University of Athens, with 35 years of experience in the Oil Industry, he began working for ELDA SA in 1984, initially as an engineer before being promoted to Maintenance Manager. Since 1998, when the company was renamed HELLENIC PETROLEUM SA, he took over the Maintenance and Projects at the Aspropyrgos Refinery initially and after the merger with Petrolla SA in 2003, he was assigned the same responsibilities for the Elefsina Refinery. From 2015 until 2017, he served as Director of the Aspropyrgos Refinery and from 2018 until today he has assumed the position of Deputy General Manager and Head of the Group's Large Maintenance and Works Division. He is also a member of the Board of Directors of the subsidiary company DIAXON SA.

### Stamatia Psyllaki

#### **General Manager Group Human Resources & Administrative Services**

She holds a Bachelor Degree from the Faculty of Political Science and Public Administration/School of Economics and Political Science of the National & Kapodistrian University of Athens, as well as an MBA. She started her professional career at the Aspropyrgos Hellenic Refinery in 1985 and continued in the HELLENIC PETROLEUM Group until today. During this period, she gained experience in executive positions of responsibility in all fields of Human Resources of the HELLENIC PETROLEUM Group, in Greece and abroad. After passing all levels of the hierarchy, in October 2015 she was appointed General Manager of Group Human Resources and Administrative Services. She has significant experience and expertise in Human Resources Management, on issues of policies and systems, labour relations, organizational development and education, performance evaluation, etc. She is a member of the Hellenic Economic Chamber.





# Risk Managment

## Main risk factors and mitigating measures

The Group is exposed to a variety of macroeconomic (foreign exchange, crude oil price, refining margins), financial (capital structure, liquidity, cash flow, credit), as

well as operational risks. In line with international best practices and within the context of the local markets and regulatory framework, the Group's overall risk management policies aim at reducing possible exposure to market volatility and / or mitigating its adverse effects on the financial position of the Group to the extent possible. The main risks faced by the Group, as well as the corresponding mitigating measures are described below:

Main risks	Indicative mitigating measures
<b>Macroeconomic environment</b>	
Crude oil and products market:	
<ul style="list-style-type: none"> <li>• Oil Price</li> <li>• Refining Margins</li> </ul>	<ul style="list-style-type: none"> <li>• Refineries of high complexity and competitiveness with financial performance exceeding the European average and overperformance vs benchmark margins</li> <li>• Balancing purchases with sales per period in order to reduce exposure to price changes</li> <li>• Framework for managing commercial risks involving executive members of the Group</li> <li>• Hedging transactions subject to market conditions</li> <li>• Managing cash balances</li> </ul>
Foreign exchange risk:	
<ul style="list-style-type: none"> <li>• Gross margin conversion</li> <li>• Financial position translation</li> </ul>	<ul style="list-style-type: none"> <li>• All transactions of crude oil and petroleum products, both domestically and internationally carried out in dollars, converting into local currency on the transaction date</li> <li>• Balance sheet management to match monetary exposure (assets - liabilities)</li> <li>• Hedging transactions subject to market conditions</li> </ul>
Greek economy:	
<ul style="list-style-type: none"> <li>• Reduced demand</li> <li>• Borrowing cost and exposure to Greek banking system</li> <li>• Credit risk</li> <li>• Economic stability</li> </ul>	<ul style="list-style-type: none"> <li>• Export oriented business model, with international sales accounting for 50% of total</li> <li>• Issue of Eurobonds and Liability Management reducing the exposure to the Greek banking system and decreasing borrowing cost</li> <li>• Significant percentage of gross refining margin dependent on prices of both crude oil and petroleum products</li> <li>• Continuous monitoring of domestic economic environment and corresponding adjustment of the company's strategy</li> </ul>

### Financial risks

<ul style="list-style-type: none"> <li>• Capital structure</li> </ul>	<ul style="list-style-type: none"> <li>• Diversification of funding mix</li> <li>• Improvement of debt maturity profile based on market conditions</li> <li>• Reduction of borrowing cost</li> <li>• Reduction of indebtedness (deleverage)</li> </ul>
<ul style="list-style-type: none"> <li>• Liquidity</li> </ul>	<ul style="list-style-type: none"> <li>• Maximize cash from operating cash flow and available credit lines (headroom)</li> <li>• Issuance of Letter of Guarantee (LG) or Credit (LC) for trade liabilities</li> <li>• Maximize availability of open credit from crude suppliers</li> </ul>
<ul style="list-style-type: none"> <li>• Credit</li> </ul>	<ul style="list-style-type: none"> <li>• Differentiation of customers' mix</li> <li>• Faster collection of receivables (DSO reduction)</li> <li>• Review of customers' rating status and limits</li> </ul>

### Operation risks

<ul style="list-style-type: none"> <li>• Safety &amp; Environment</li> </ul>	<ul style="list-style-type: none"> <li>• Investments to improve levels of safety and environmental protection</li> <li>• Application of safety audit processes and regular inspection of all production facilities and storage and trading terminals</li> <li>• Continuous measurement of emissions from the Group's manufacturing facilities</li> <li>• Participation in international organizations for best practices sharing in the field in accordance with the highest standards of refining industry</li> </ul>
<ul style="list-style-type: none"> <li>• Ensure refineries' supply with raw materials</li> </ul>	<ul style="list-style-type: none"> <li>• Proactive scheduling of refineries' supply</li> <li>• Adjusting supply chain to address issues in case of a shortage in specific types of crude oil</li> <li>• Benefitting from the refineries' location and configuration with ability to access and process a variety of crude oil grades</li> <li>• Supply diversification</li> </ul>
<ul style="list-style-type: none"> <li>• Reduced operation or unplanned shut-down of a refinery</li> </ul>	<ul style="list-style-type: none"> <li>• Strict application of preventive maintenance programs</li> <li>• Periodic turnarounds in accordance with equipment specifications</li> </ul>
<ul style="list-style-type: none"> <li>• Compliance with the CO<sub>2</sub> regulatory framework</li> </ul>	<ul style="list-style-type: none"> <li>• CO<sub>2</sub> allowance management in order to minimize cash flow</li> <li>• Investments to reduce CO<sub>2</sub> emissions</li> </ul>
<ul style="list-style-type: none"> <li>• Compliance in terms of operation and product quality</li> </ul>	<ul style="list-style-type: none"> <li>• Implementation of necessary measures for full compliance with the existing specifications both in production process, as well as the supply chain</li> <li>• Investments for the adjustment of equipment configuration, in accordance with the national and European institutional framework</li> </ul>
<ul style="list-style-type: none"> <li>• Property and liability risk</li> </ul>	<ul style="list-style-type: none"> <li>• Insurance coverage against a number of risks, including damage of physical assets, personal injuries, business interruption, product or other liability</li> </ul>

## Overview of Internal Audit System and Risk Management

In the same context, the Group's Internal Audit System and Risk Management include safeguards and monitoring mechanisms at various levels within the organization, as described below:

### Risk Identification, Assessment, Measurement and Management

The identification and assessment of risks takes place mainly during the strategic planning and the annual preparation of the business plan. The benefits and opportunities are examined in the context of the company's activities, but also in relation to several different stakeholders who may be affected.

### Planning and Monitoring / Budget

The Company's performance is monitored through a detailed budget per operating sector and market. The budget is adjusted systematically, and Management monitors the development of the Group's financial performance through regularly issued reports and budget comparisons with the actual results.

## Adequacy of the Internal Control System

The Internal Control System consists of the policies, procedures and tasks which have been designed and implemented by the Management Team for the purpose of the effective management of risks, the achievement of business objectives, the reliability of financial and administrative information and compliance with laws and regulations.

The Independent Internal Audit Department, by means of periodic assessments, ensures that the identification procedures and risk management applied by Management are sufficient, that the Internal Control System operates effectively, and that information provided to the BoD relating to the Internal Control System, is reliable and of good quality.

### Roles and responsibilities of the BoD

The role and responsibilities of the BoD are described in the Internal Procedures Manual of the Company, which is approved by the BoD.

### Prevention and Repression of financial fraud

The areas that are considered to be of high risk for financial fraud are monitored through appropriate internal controls and enhanced security measures. In addition to the internal controls applied by each department, all Company activities are subject to audits from the Internal Audit Department, the results of which are presented to the BoD.

## Internal Operating Regulation

The Company has compiled relevant internal regulations approved by the BoD. The Regulations determine powers and responsibilities which promote the adequate segregation of duties within the Company.

### The Group's Code of Conduct

In the context of the fundamental obligation of good corporate governance, the Company has drafted and adopted, since 2011, the Code of Conduct, approved by the BoD of the company. The Code of Conduct summarizes the principles according to which any person, employee or third party involved in the operation of the Group, as well as any collective body, should act within the framework of their duties. For this reason, the Code constitutes a practical guide of the day-to-day tasks of all employees of the Group, but also of third parties who cooperate with it.

### Safeguards in Information Technology Systems

The Group's IT Department is responsible for developing the IT strategy and for staff training to cover any arising needs and the IT department is also responsible for the support of IT systems and applications through the drafting and updating of operation manuals, in cooperation with external consultants where this is necessary. The Company has developed an adequate framework to monitor and control its IT systems, defined by a set of internal controls, policies and procedures.

## Safeguards for Financial Statements and Financial Reporting

The Group applies common policies and monitoring procedures of accounting departments of the Group's subsidiaries, which include, amongst others, definitions, accounting principles adopted by the Company and its subsidiaries, guidelines for the preparation of financial statements and consolidation. Furthermore, it also runs automatic checks and validations between different transactional and reporting systems. In cases of non-recurring transactions special approval is required.

### Chart of Authorities

The Group has in place a chart of authorities, which depicts assigned authorities to various Company executives, in order to complete certain transactions or actions (e.g. payments, receipts, contracts, etc.).



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# Selected Financial Data

## Group (amounts in € millions)

Statement of Comprehensive Income	2018	2017	2016	2015	2014
Sales	9,769	7,995	6,613	7,303	9,478
Adjusted EBITDA	730	834	731	758	417
Operating profit	514	662	632	245	(289)
Profit before income tax	369	520	466	39	(485)
Minority Interest	(3)	(3)	1	2	(3)
Profit for the year (attributable to owners of the parent)	212	381	330	47	(365)
Adjusted Net Income	296	372	265	268	2
EPS	0.69	1.25	1.08	0.15	(1.20)

Statement of Cash Flows	2018	2017	2016	2015	2014
Net cash generated from operating activities	503	443	(334)	460	853
Net cash used in investing activities	138	(185)	(116)	(136)	(83)
Net cash generated from financing activities	(244)	(300)	(589)	(74)	85
Net increase/(decrease) in cash & cash equivalents	397	(42)	(1,039)	250	855

Statement of Financial Position	2018	2017	2016	2015	2014
Total Assets	6,997	7,160	7,189	8,029	7,719
Non-current assets	3,903	4,282	4,282	4,506	4,526
Cash and cash equivalents	1,276	1,019	1,082	2,108	1,848
Non-current liabilities	2,047	1,220	1,879	1,768	1,974
Long term borrowings	1,627	920	1,456	1,598	1,812
Short term borrowings	1,109	1,900	1,386	1,633	1,178
Minority Interest	64	63	102	106	110
Total Equity	2,395	2,372	2,142	1,790	1,729

# Consolidated Financial Statements

## Statement of Financial Position (amounts in € thousands)

Assets	31/12/18	31/12/17
Property, plant and equipment	3,268,928	3,311,893
Intangible assets	105,617	105,684
Other non-current assets	528,122	862,616
Inventories	993,031	1,056,393
Trade and other receivables	821,598	791,205
Assets held for sale	3,133	-
Derivative financial instruments	-	11,514
Cash, cash equivalents and restricted cash	1,276,366	1,018,913
Investment in equity instruments	634	1,857
<b>Total Assets</b>	<b>6,997,429</b>	<b>7,160,075</b>

Equity and Liabilities	31/12/18	31/12/17
Share capital	666,285	666,285
Share premium	353,796	353,796
Retained earnings and other reserves	1,310,691	1,288,578
Equity attributable to equity holders of the parent	2,330,772	2,308,659
Non-controlling interests	63,959	62,915
<b>Total Equity</b>	<b>2,394,731</b>	<b>2,371,574</b>
Interest bearing loans and borrowings	1,627,171	920,234
Provisions and other long term liabilities	420,148	299,938
Short-term Interest bearing loans and borrowings	1,108,785	1,900,269
Other short-term liabilities	1,446,594	1,668,060
<b>Total liabilities</b>	<b>4,602,698</b>	<b>4,788,501</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>6,997,429</b>	<b>7,160,075</b>



### Statement of Comprehensive Income for the period (amounts in € thousands)

	1/1/2018-31/12/2018	1/1/2017-31/12/2017
Revenue from contracts with customers	9,769,155	7,994,690
Gross profit	999,386	1,087,492
Operating profit	514,212	661,783
Profit before Income Tax	368,930	519,785
Less : Taxes	(154,218)	(135,862)
<b>Profit for the year</b>	<b>214,712</b>	<b>383,923</b>
<b>Profit attributable to:</b>		
Owners of the parent	211,614	381,372
Non-controlling interests	3,098	2,551
	<b>214,712</b>	<b>383,923</b>
Other comprehensive income / (loss) for the year, net of tax	(32,666)	(13,111)
<b>Total comprehensive income for the year</b>	<b>182,046</b>	<b>370,812</b>
<b>Total comprehensive income/(loss) attributable to:</b>		
Owners of the parent	178,958	368,989
Non-controlling interests	3,088	1,823
	<b>182,046</b>	<b>370,812</b>
<b>Basic and diluted earnings per share (in Euro per share)</b>	<b>0.69</b>	<b>1.25</b>
<b>Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)</b>	<b>711,395</b>	<b>851,059</b>

### Statement of Changes in Equity (amounts in € thousands)

	31/12/2018	31/12/2017
<b>Total equity at beginning of the year 1/1/2018 (published) &amp; 1/1/2017</b>	<b>2,371,574</b>	<b>2,141,635</b>
Change in accounting policy	(3,303)	-
<b>Total equity at beginning of the year 1/1/2018 (restated) &amp; 1/1/2017</b>	<b>2,368,271</b>	<b>2,141,635</b>
Total comprehensive (loss) / income for the year	182,046	370,812
Dividends to shareholders of the parent	(152,816)	(106,962)
Dividends to non-controlling interests	(2,061)	(2,561)
Participation of minority shareholders in share capital increase of subsidiary	17	76
Share based payments	(1,214)	(9,714)
Transfer of grant received to tax free reserves	80	-
Acquisition of treasury shares	(683)	(10,245)
Issue of treasury shares to employees	1,214	9,714
Tax on intra-group dividends	(123)	(136)
Acquisition of non-controlling interests	-	(21,045)
<b>Total equity at the end of the year</b>	<b>2,394,731</b>	<b>2,371,574</b>

### Statement of Cash Flow (amounts in € thousands)

	1/1/2018-31/12/2018	1/1/2017-31/12/2017
<b>Cash flows from operating activities</b>		
(Loss) / Profit before Tax	368,930	519,785
<b>Adjustments for:</b>		
Depreciation and amortisation of tangible and intangible assets	197,183	189,276
Impairment of fixed and intangible assets	3,734	2,689
Amortisation of grants	(965)	(878)
Finance Expense	149,532	169,653
Finance Income	(3,827)	(4,600)
Share of operating profit of associates	1,771	(31,228)
Provisions for expenses and valuation charges	89,103	55,594
Foreign exchange (gains) / losses	(2,194)	8,173
Amortisation of long-term contracts costs	454	6,272
(Gain)/Loss from disposal of Non Current Assets	(246)	1,685
	803,475	916,421
<b>Changes in working capital</b>		
(Increase) / decrease in inventories	61,582	(116,523)
(Increase) / decrease in trade and other receivables	(17,694)	62,948
Increase / (decrease) in payables	(339,516)	(409,535)
<b>Less:</b>		
Income tax paid	(4,918)	(10,375)
<b>Net cash generated from / (used in) operating activities</b>	<b>502,929</b>	<b>442,936</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment & intangible assets	(156,713)	(208,732)
Cash from sale of property, plant and equipment & tangible assets	277	30
Grants received	299	110
Interest received	3,827	4,600
Dividends received	307,735	19,346
Investment in associates - net	-	(147)
Proceeds from disposal of investments in equity instruments	265	8
Settlement of consideration of acquisition of further equity interest in subsidiary	(1,298)	-
Purchase of subsidiary, net of cash acquired	(16,000)	-
<b>Net cash used in investing activities</b>	<b>138,392</b>	<b>(184,785)</b>
<b>Cash flows from financing activities</b>		
Interest paid	(140,755)	(160,830)
Dividends paid to shareholders of the Company	(148,767)	(104,115)
Dividends paid to non-controlling interests	(2,061)	(2,561)
Loans to affiliated companies	-	-
Movements in restricted cash	144,445	11,873
Acquisition of treasury shares	(683)	(10,245)
Participation of minority shareholders in share capital increase of subsidiary	17	76
Proceeds from borrowings	409,694	288,000
Repayments of borrowings	(506,358)	(322,622)
<b>Net cash generated from / (used in) financing activities</b>	<b>(244,468)</b>	<b>(300,424)</b>
<b>Net (decrease) / increase in cash &amp; cash equivalents</b>	<b>396,853</b>	<b>(42,273)</b>
Cash and cash equivalents at the beginning of the year	873,261	924,055
Exchange gains / (losses) on cash and cash equivalents	5,046	(8,521)
<b>Net (decrease) / increase in cash and cash equivalents</b>	<b>396,853</b>	<b>(42,273)</b>
<b>Cash and cash equivalents at end of the year</b>	<b>1,275,160</b>	<b>873,261</b>

# Segmental Information

## Group (amounts in € millions)

Refining, Supply & Trading	2018	2017	2016	2015	2014
Sales	8,682	7,001	5,707	6,644	8,818
Adjusted EBITDA	548	639	536	561	253
Operating profit	411	528	508	117	(371)
Purchase of property, plant and equipment & intangible assets	100	153	95	138	110
Depreciation & amortisation of property, plant and equipment & intangible assets	145	143	154	139	138
Refinery production (MT million)	15.5	15.0	14.8	14.4	13.7
Refinery sales volume (MT million)	16.5	15.9	15.5	14.3	13.5
Average Brent price (\$/bbl)	72	55	45	52	99
Benchmark FOB MED Cracking Margin (\$/bbl)	5.0	5.9	5.0	6.5	3.4
Average exchange rate (€/€)	1.18	1.13	1.11	1.11	1.33

Marketing	2018	2017	2016	2015	2014
Sales	3,329	2,912	2,336	2,712	3,220
Adjusted EBITDA	93	107	101	107	90
Operating profit	36	56	45	55	27
Purchase of property, plant and equipment & intangible assets	45	49	30	26	25
Depreciation & amortisation of property, plant and equipment & intangible assets	45	39	48	49	52
Sales ('000 tonnes)	4,955	5,165	4,668	4,672	4,131
Petrol stations	2,019	2,037	2,013	1,977	1,977

Petrochemicals	2018	2017	2016	2015	2014
Sales	315	267	252	263	322
Adjusted EBITDA	100	95	100	93	81
Operating profit	80	91	94	84	64
Purchase of property, plant and equipment & intangible assets	3	1	0	1	1
Depreciation & amortisation of property, plant and equipment & intangible assets	4	4	6	9	12
Sales ('000 tonnes)	279	243	256	221	236

	31/12/18	31/12/17
<b>Total Assets</b>		
Refining	5,072,907	5,100,986
Marketing	1,174,367	1,262,001
Exploration & Production	16,455	5,349
Petrochemicals	359,703	517,612
Gas & Power	413,642	721,102
Other Segments	1,861,751	1,516,314
Inter-Segment	(1,901,397)	(1,963,289)
<b>Total</b>	<b>6,997,428</b>	<b>7,160,075</b>

	31/12/18	31/12/17
<b>Total Liabilities</b>		
Refining	3,090,505	3,412,030
Marketing	593,052	618,744
Exploration & Production	19,530	14,091
Petrochemicals	(310)	207,250
Gas & Power	10,788	3,483
Other Segments	1,820,412	1,483,475
Inter-Segment	(931,279)	(950,572)
<b>Total</b>	<b>4,602,698</b>	<b>4,788,501</b>

	31/12/18	31/12/17
<b>Net Sales</b>		
Domestic	2,924,865	2,746,958
Aviation & Bunkering	1,388,841	1,092,750
Exports	4,173,821	3,021,704
International activities	1,281,628	1,133,278
<b>Total</b>	<b>9,769,155</b>	<b>7,994,690</b>

# Parent Company Financial Statements

## Statement of Financial Position (amounts in € thousands)

Assets	31/12/18	31/12/17
Property, plant and equipment	2,684,237	2,719,172
Intangible assets	4,799	7,042
Other non-current assets	1,041,259	691,308
Inventories	893,859	963,746
Trade and other receivables	680,347	989,901
Assets held for sale	-	-
Derivative financial instruments	-	11,514
Cash, cash equivalents and restricted cash	1,071,585	813,251
Investment in equity instruments	318	1,252
<b>Total Assets</b>	<b>6,376,404</b>	<b>6,197,186</b>
<b>Equity and Liabilities</b>	<b>31/12/18</b>	<b>31/12/17</b>
Share capital	666,285	666,285
Share premium	353,796	353,796
Retained earnings and other reserves	1,126,596	789,142
Equity attributable to equity holders of the parent	2,146,677	1,809,223
Non-controlling interests	-	-
<b>Total Equity</b>	<b>2,146,677</b>	<b>1,809,223</b>
Interest bearing loans and borrowings	1,657,598	909,579
Provisions and other long term liabilities	337,080	215,917
Short-term Interest bearing loans and borrowings	915,350	1,704,951
Other short-term liabilities	1,319,699	1,557,516
<b>Total liabilities</b>	<b>4,229,727</b>	<b>4,387,963</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>6,376,404</b>	<b>6,197,186</b>

## Statement of Comprehensive Income for the Period (amounts in € thousands)

	1/1/2018-31/12/2018	1/1/2017-31/12/2017
Revenue from contracts with customers	8,967,702	7,233,600
Gross profit	680,006	758,145
Operating profit	475,732	597,421
Profit before Income Tax	669,577	482,391
Less : Taxes	(146,187)	(136,400)
<b>Profit for the year</b>	<b>523,390</b>	<b>345,991</b>
Other comprehensive income / (loss) for the year, net of tax	(31,479)	(9,711)
<b>Total comprehensive income for the year</b>	<b>491,911</b>	<b>336,280</b>
<b>Basic and diluted earnings per share (in Euro per share)</b>	<b>1.71</b>	<b>1.13</b>
<b>Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)</b>	<b>616,485</b>	<b>737,422</b>

## Statement of Changes in Equity (amounts in € thousands)

	31/12/2018	31/12/2017
<b>Total equity at beginning of the year 1/1/2018 (published) &amp; 1/1/2017</b>	<b>1,809,223</b>	<b>1,590,150</b>
Change in accounting policy	(958)	-
<b>Total equity at beginning of the year 1/1/2018 (restated) &amp; 1/1/2017</b>	<b>1,808,265</b>	<b>1,590,150</b>
Total comprehensive (loss) / income for the year	491,911	336,280
Dividends to shareholders of the parent	(152,816)	(106,962)
Dividends to non-controlling interests	-	-
Participation of minority shareholders in share capital increase of subsidiary	-	-
Share based payments	(1,214)	(9,714)
Transfer of grant received to tax free reserves	(683)	(10,245)
Acquisition of treasury shares	-	-
Issue of treasury shares to employees	1,214	9,714
Tax on intra-group dividends	-	-
Acquisition of non-controlling interests	-	-
<b>Total equity at the end of the year</b>	<b>2,146,677</b>	<b>1,809,223</b>

## Statement of Cash Flow (amounts in € thousands)

	1/1/2018-31/12/2018	1/1/2017-31/12/2017
<b>Cash flows from operating activities</b>		
(Loss) / Profit before Tax	669,577	482,391
<b>Adjustments for:</b>		
Depreciation and amortisation of tangible and intangible assets	140,753	140,001
Impairment of fixed and intangible assets	-	-
Amortisation of grants	(675)	(725)
Finance Expense	136,636	153,105
Finance Income	(9,442)	(12,834)
Share of operating profit of associates	-	-
Provisions for expenses and valuation charges	67,506	36,736
Foreign exchange (gains) / losses	(2,244)	8,483
Amortisation of long-term contracts costs	951	6,523
(Gain)/Loss from disposal of Non Current Assets	(1,161)	280
	683,106	780,236
<b>Changes in working capital</b>		
(Increase) / decrease in inventories	68,171	(117,608)
(Increase) / decrease in trade and other receivables	8,983	57,287
Increase / (decrease) in payables	(347,508)	(412,132)
<b>Less:</b>		
Income tax paid	2,224	(20)
<b>Net cash generated from / (used in) operating activities</b>	<b>414,976</b>	<b>307,763</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment & intangible assets	(101,318)	(149,930)
Cash from sale of property, plant and equipment & tangible assets	-	-
Grants received	-	-
Interest received	9,442	12,834
Dividends received	318,795	33,724
Investment in associates - net	(21,054)	1,584
Proceeds from disposal of investments in equity instruments	-	-
Settlement of consideration of acquisition of further equity interest in subsidiary	7,000	-
Purchase of subsidiary, net of cash acquired	(39,000)	-
<b>Net cash used in investing activities</b>	<b>173,865</b>	<b>(101,788)</b>
<b>Cash flows from financing activities</b>		
Interest paid	(131,965)	(162,494)
Dividends paid to shareholders of the Company	(148,767)	(104,116)
Dividends paid to non-controlling interests	(3,600)	-
Loans to affiliated companies	-	-
Movements in restricted cash	144,445	11,873
Acquisition of treasury shares	(683)	(10,245)
Participation of minority shareholders in share capital increase of subsidiary	-	-
Proceeds from borrowings	440,748	283,606
Repayments of borrowings	(491,303)	(279,775)
<b>Net cash generated from / (used in) financing activities</b>	<b>(191,125)</b>	<b>(261,151)</b>
<b>Net (decrease) / increase in cash &amp; cash equivalents</b>	<b>397,716</b>	<b>(55,176)</b>
Cash and cash equivalents at the beginning of the year	667,599	731,258
Exchange gains / (losses) on cash and cash equivalents	5,063	(8,483)
<b>Net (decrease) / increase in cash and cash equivalents</b>	<b>397,716</b>	<b>(55,176)</b>
<b>Cash and cash equivalents at end of the year</b>	<b>1,070,378</b>	<b>667,599</b>

# Contact Information

## Shareholders' Contact

Shareholders, investors and financial analysts can contact the Group's Head Office, 8A Chimarras str., GR-151 25 Maroussi, for the following Services:

- **Investor Relations Services**, tel.: (+30) 210 63 02 212
- **Shareholders' Services**, tel.: (+30) 210 63 02 978-98, Fax: (+30) 210 63 02 986-987

Website: [www.helpe.gr](http://www.helpe.gr)

E-mail: [ir@helpe.gr](mailto:ir@helpe.gr)

## Annual Report Feedback

This report of HELLENIC PETROLEUM is addressed to all our stakeholders, who wish to be informed on the Group's strategy, policy and business performance in 2018.

Any suggestion, concerning further improvement of this report, as a tool for a two-way communication between the Group and its social partners, is welcome.

Digital Annual Report: <http://annualreport2018.helpe.gr>

## Contact info:

Investor Relations Division  
8A Chimarras str., GR-151 25 Maroussi  
Tel.: (+30) 210 63 02 904  
E-mail: [ir@helpe.gr](mailto:ir@helpe.gr)



Photographer: Dimitris Poupalos (<https://dpoupalos.com/>)  
Photo shooting took place in February and March 2019 at Elefsina Facilities, Lake Koumoundourou, the Company's headquarters at Maroussi and EKO's Psathopyrgos petrol station with the participation of Group's employees.

-exceptions: pages 6-7, HELPE archives, Aspropyrgos refinery early 60's  
Pages 8-9, photography by G. Gerolymbos (<http://www.yerolymbos.com/>) at Aspropyrgos Industrial Facilities-



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