# AKCINĖ BENDROVĖ "LIETUVOS DUJOS" JOINT STOCK COMPANY LIETUVOS DUJOS

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To: Lithuanian Securities Commission

2008-11-26

# CONFIRMATION OF RESPONSIBLE PERSONS

Following Art. 22 of the Law on Securities of the Republic of Lithuania and Rules on Preparation and Submission of Periodic and Additional Information of the Lithuanian Securities Commission, we, Viktoras Valentukevičius, General Manager and Giedrė Glinskienė, Deputy General Manager-Chief Financial Officer of AB Lietuvos Dujos, hereby confirm that to the best of our knowledge, the attached AB Lietuvos Dujos Consolidated and Parent Company's Condensed Financial Statements for the Nine Months Ended 30 September 2008 Prepared According to International Financial Reporting Standards as Adopted by European Union, give a true and fair view of the assets, liabilities, financial position, profit or loss of AB Lietuvos Dujos and the Group.

General Manager

Huce tot

Viktoras Valentukevičius

Deputy General Manager-Chief Financial Officer

Giedrė Glinskienė

# AB LIETUVOS DUJOS

CONSOLIDATED AND PARENT COMPANY'S CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2008 PREPARED ACCORDING TO INTERNATIONAL FINANCIAL REPORTING STANDARDS AS ADOPTED BY EU

(all amounts are in LTL thousand unless otherwise stated)

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		Notes	Grou As of 30 September	p As of 31 December	Comp As of 30 September	any As of 31 December
		Š	2008	2007	2008	2007
			(pre-audited)	(audited)	(pre-audited)	(audited)
	ASSETS					
Α.	Non-current assets		2,227,422	2,220,673	2,230,980	2,223,695
L.	Intangible assets		2,878	3,487	2,874	3,482
11.	Non-current tangible assets		2,224,469	2,216,707	2,217,294	2,209,401
	II.1 Land		183	183	183	183
	II.2 Buildings and structures		2,032,700	2,059,625	2,025,959	2,052,776
	II.2.1 Buildings II.2.2 Transmission networks and		82,278	82,542	75,537	75,693
	related installations  11.2.3 Distribution networks and related		1,279,272	1,313,874	1,279,272	1,313,874
	installations		662,378	654,101	662,378	654,101
	II.2.4 Other buildings and stuctures		8,772	9,108	8,772	9,108
	II.3 Machinery and equipment		80,316	84,839	80,316	84,839
	II.4 Vehicles		12,370	12,025	12,349	11,994
	II.5 Other equipment, tools and devices		29,741	31,123	29,418	30,754
	II.6 Other non-current tangible assets		4,185	3,995	4,185	3,995
	II.7 Construction in progress		64,974	24,917	64,884	24,860
111.	Non-current financial assets		75	75	10,812	10,812
	III.1 Investments		-	-	10,737	10,737
	III.2 Non-current accounts receivable		75	75	75	75
IV.	Deferred tax assets		-	404	-	-
В.	Current assets		231,828	238,283	227,385	234,231
1.	Inventories and prepayments		44,513	109,388	44,495	109,370
	I.1 Inventories	4	44,155	109,064	44,141	109,048
	I.1.1 Raw materials, spare parts and other inventories		3,743	2,160	3,742	2,159
	I.1.2 Goods for resale (including natural gas)		40,⊄12	106,904	40,399	106,889
	I.2 Prepayments		358	324	354	322
П.	Accounts receivable		69,910	91,579	69,875	91,524
	II.1 Trade receivables		68,967	88,380	68,935	88,382
	II.2 Other receivables		943	3,199	940	3,142
Ш.	Other current assets	5	29,083	3,722	25,000	-
IV.	Cash and cash equivalents		88,322	33,594	88,015	33,337
	Total assets		2,459,250	2,458,956	2,458,365	2,457,926
					(cont'd on the	next page)

(all amounts are in LTL thousand unless otherwise stated)

Balance sheets	(cont'd)
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		,		Grou	ıp.	Comp	anv
			Notes	As of 30 September	As of 31 December	As of 30 September	As of 31 December
			ž	2008	2007	2008	2007
				(pre-audited)	(audited)	(pre-audited)	(audited)
		EQUITY AND LIABILITIES					
C.		Equity		1,957,462	1,929,787	1,956,297	1,928,825
1.		Share capital		469,068	469,068	469,068	469,068
Н.		Reserves		1,411,775	1,357,881	1,409,678	1,355,991
	11,1	Legal reserves		23,160	17,962	22,983	17,795
	11.2	Other reserves		1,388,615	1,339,919	1,386,695	1,338,196
Ш.		Retained earnings		76,619	102,838	77,551	103,766
D.		Liabilities		501,788	529,169	502,068	529,101
1.		Non-current liabilities		344,262	338,876	344,660	338,876
	1.1	Non-current borrowings	7	9,648	10,720	9,648	10,720
	1.2	Grants (deferred revenue)		150,066	137,231	150,066	137,231
	1.3	Deferred tax liability	6.1	184,548	190,925	184,946	190,925
IJ.		Current liabilities		157,526	190,293	157,408	190,225
	II.1	Current portion of non-current borrowings	7	2,144	10,839	2,144	10,839
	11.2	Trade payables	'	105,500	119,515	105,478	119,498
	11.3	Prepayments received		23,049	15,170	23,047	15,152
	11.4	Income tax payable		1,393	12,950	1,383	12,950
	11.5	Payroll related liabilities		7,658	6,555		
	II.6	Other current liabilities		17,782	,	7,580	6,524
	11.0	Other current habilities		17,782	25,264	17,776	25,262
		Total equity and liabilities		2,459,250	2,458,956	2,458,365	2,457,926

General Manager	V. Valentukevičius	d to cecebool	26 November 2008
		«;	
Chief Accountant	Ž. Augutis	to de	26 November 2008

AB LIETUVOS DUJOS, company code 120059523, Aguonų Str. 24, Vilnius, Lithuania CONSOLIDATED AND PARENT COMPANY'S CONDENSED FINANCIAL STATEMENTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2008 (all amounts are in LTL thousand unless otherwise stated)

# Income statements

020	income statements									
			Gro	dn	Company	oany	Group	۵	Company	ıny
		Notes	Three months period ended 30 September 2008	Three months period ended 30 September 2007	Three months period ended 30 September 2008	Three months period ended 30 September 2007	Nine months period ended 30 September 2008	Nine months period ended 30 September 2007	Nine months period ended 30 September 2008	Nine months period ended 30 September 2007
		·	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)
	Sales		278,883	165,958	278,224	165,225	1,059,702	656,426	1,058,562	655.211
<b>≓</b>	Cost of sales		(217,755)	(106,582)	(217,675)	(106,515)	(798,509)	(394,038)	(798,333)	(393,867)
≓	Gross profit		61,128	59,376	60,549	58,710	261,193	262,388	260,229	261,344
≥	Operating expenses		(59,550)	(53,191)	(59,246)	(52,873)	(181,257)	(163,798)	(180,367)	(162,998)
>	Other operating activities income (net)	·	1,195	2,388	1,195	2,388	4,779	5,121	4,779	5,121
Ę	Profit from operations		2,773	8,573	2,498	8,225	84,715	103,711	84,641	103,467
Ë	Financial and investing activities	,	1,744	420	1,684	380	4,268	7.7	4,102	(36)
 			1,936	758	1,876	718	4,975	2,123	4,809	2,010
VII.2			(192)	(338)	(192)	(338)	(707)	(2,046)	(202)	(2,046)
XII.	Profit before tax	'	4,517	8,993	4,182	8,605	88,983	103,788	88,743	103,431
×.	Income tax		(88)	(982)	(99)	(925)	(11,308)	(16,614)	(11,271)	(16,549)
×.	Current period income tax		(2,046)	(3,489)	(2,015)	(3.432)	(17,281)	(18,447)	(17.250)	(18,390)
IX.2	Deferred income tax		1,957	2,504	1,959	2,507	5,973	1,833	5,979	1,841
×	Net profit	"	4,428	8,008	4,126	7,680	77,675	87,174	77,472	86,882
	Basic and diluted earnings per share (LTL)	∞	0.01	0.02	0.01	0.02	0.17	0.19	0.17	0.19
i										

The accompanying notes are an integral part of these financial statements.

The income statements for the nine months ended 30 September 2007 are restated due to the reclassification of the result from the other operating activities.

26 November 2008	26 November 2008
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V. Valentukevičius	Ž. Augutis
General Manager	Chief Accountant

(all amounts are in LTL thousand unless otherwise stated)

# Statements of changes in equity

Group	Notes	Share capital	Legal reserve	Corporate business development reserve	Retained earnings (deficit)	Total
			TANKS OF LAKE THE SECOND SECOND		(	
Balance as of 1 January 2007 (audited)		469,068	14,996	1,313,561	58,184	1,855,809
,			<del></del>			
Transfer to legal reserve		-	2,966	44	(2,966)	±
Transfers to corporate business						
development reserve		-	-	26,358	(26,358)	-
Dividends declared		-	-	-	(30,000)	(30,000)
Other profit (loss) not recognized in the Income Statements				_	3	3
Net profit for the reporting period			_	_	87,174	87,174
Balance as of 30 September					<u> </u>	
2007 (pre-audited)		469,068	17,962	1,339,919	86,037	1,912,986
D. I						
Balance as of 31 December 2007 (audited)		469,068	17,962	1,339,919	102,838	1,929,787
Torrestor to Love Love and			5.400		(F. 400)	
Transfer to legal reserve		-	5,198	-	(5,198)	-
Transfers to corporate business development reserve		-	-	48,696	(48,696)	-
Dividends declared	9				(50,000)	(50,000)
Net profit for the reporting period			-		77,675	77,675
Balance as of 30 September						
2008 (pre-audited)		469,068	23,160	1,388,615	76,619	1,957,462

General Manager	V. Valentukevičius	4 has collect	26 November 2008
Chief Accountant	Ž. Augutis		26 November 2008

(all amounts are in LTL thousand unless otherwise stated)

# Statements of changes in equity (cont'd)

Company	Notes	Share capital	Legal reserve	Corporate business development reserve	Retained earnings (deficit)	Total
Balance as of 1 January						
2007 (audited)		469,068	14,838	1,312,013	59,140	1,855,059
Transfer to legal reserve		-	2,957	-	(2,957)	-
Transfers to corporate business development reserve		_	-	26,183	(26,183)	_
Dividends declared		•	-	-	(30,000)	(30,000)
Net profit for the reporting period			-	_	86,882	86,882
Balance as of 30 September 2007 (pre-audited)		469,068	17,795	1,338,196	86,882	1,911,941
Balance as of 31 December 2007 (audited)		469,068	17,795	1,338,196	103,766	1,928,825
Transfer to legal reserve		-	5,188	-	(5,188)	-
Transfers to corporate business development reserve		-	-	48,499	(48,499)	_
Dividends declared	9	-	-	-	(50,000)	(50,000)
Net profit for the reporting period					77,472	77,472
Balance as of 30 September 2008 (pre-audited)		469,068	22,983	1,386,695	77,551	1,956,297

General Manager	V. Valentukevičius	dricectal	26 November 2008
		··· .	
Chief Accountant	Ž. Augutis	1 14 1	26 November 2008

# AB LIETUVOS DUJOS, company code 120059523, Aguonų Str. 24, Vilnius, Lithuania CONSOLIDATED AND PARENT COMPANY'S CONDENSED FINANCIAL STATEMENTS

# FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2008

(all amounts are in LTL thousand unless otherwise stated)

# **Cash flows statements**

			Gro	up	Com	pany
			9 months period	9 months period	9 months period	9 months period
			ended	ended	ended	ended
			30 September	30 September	30 September	
			2008	2007	2008	2007
			(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)
l.		Cash flows from (to) operating activities				
	1.1	Net profit	77,675	87,174	77,472	86,882
		Adjustments of non-cash items:				
	1.2	Depreciation and amortisation (Gain) loss on property, plant and equipment, doubtful trade accounts receivable and	70,403		70,216	
	1.4	inventories write-off and disposal (Reversal of) impairment for property, plant and equipment, financial assets, (reversal of)	(136)	(1,452)	(136)	(1,452)
		allowance for doubtful trade accounts receivable and inventories	(1,581)	(1,616)	(1,581)	(1,616)
	1.5	Income tax expenses	11,308	16,614	11,271	16,549
	1.6	Interest (income)	(3,870)	(1,905)	(3,704)	(1,792)
	1.7	Interest expenses	706	2,045	706	2,045
	1.8	Loss (gain) on foreign currency exchange	1	1	1	1
	1.9	Elimination of other financial activity results  Amortisation of the grants, deferred revenue and	(122)	(413)	(122)	(413)
1.		other non-cash items	(2,729)	(2,175)	(2,729)	(2,175)
			151,655	168,746	151,394	168,324
		Changes in working capital:				
	1.11	(Increase) decrease in inventories	65,002	(39,548)	65,001	(39,553)
	1.12	2 Decrease in trade accounts receivable 3 (Increase) decrease in other accounts receivable	22,170		22,205	
		and prepayments	2,400	) (339)	2,355	
	1.14	4 (Decrease) in trade accounts payable	(22,984)	(7,984)	(22,989	(7,825)
	1.15	5 Increase in other current liabilities	13,461	20,167	13,425	20,141
	1.16	3 Income tax (paid)	(28,830	(7,732)	(28,816	(7,697)
			51,219	(30,330)	51,181	(30,187)
		Net cash flows from operating activities	202,874	138,416	202,575	138,137
II.		Cash flows from (to) investing activities (Acquisitions) of property, plant and equipment				
		and intangible assets Proceeds from sales of property, plant and	(68,636 548		(68,582 548	
		equipment	540	5 2,340		5 2,010
		Proceeds from sales of financial assets	(35 000) -	5	- (25,000)	
		(Acquisitions) of held-to-maturity investments	(25,000)	, (206)	(20,000)	_
		(Increase) in term deposits	(361		2.20	- 1 1701
	II.6	3 Interest received	3,470		3,304	
		Net cash flows (to) investing activities	(89,979		<b>89,730)</b> ont'd on the ne	

(all amounts are in LTL thousand unless otherwise stated)

# Cash flows statements (cont'd)

			Group		Company		
			9 months period	9 months period	9 months period	9 months period	
			ended	ended	ended	ended	
			30 September	30 September	30 September	30 September	
			2008	2007	2008	2007	
			(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	
111.	Cash flows from (to	) financing activities					
	III.1 Dividends (paid)		(49,924)	(29,958)	(49,924)	(29,958)	
	III.2 Loans received		-	186, <b>4</b> 51	-	186,451	
	III.3 Loans (repaid)		(9,767)	(197,450)	(9,767)	(197,450)	
	III.4 Grants received		2,101	2,667	2,101	2,667	
	III.5 Interest (paid)		(577)	(1,881)	(577)	(1,881)	
	Net cash flows (to)	financing activities	(58,167)	(40,171)	(58,167)	(40,171)	
IV.	Impact of changes i rates on cash balan	in currency exchange ice	-	-	-		
٧.	Net increase in cas	h and cash equivalents	54,728	46,990	54,678	47,001	
VI.	Cash and cash equi	ivalents at the beginning					
	of the period		33,594	23,559	33,337	23,124	
VII.	Cash and cash equi period	ivalents at the end of the	88,322	70,549	88,015	70,125	
The	accompanying notes are	an integral part of these financ	ial statements.				
	General Manager	V. Valentukevičius	Alda Carel	a. (	26 Novem	ber 2008	
	Chief Accountant	Ž. Augutis	<u> </u>		26 Novem	ber 2008	

(all amounts are in LTL thousand unless otherwise stated)

### Notes to the financial statements

#### 1 General information

AB Lietuvos Dujos (hereinafter "the Company") and consolidated AB Lietuvos Dujos and UAB Palangos Perlas (hereinafter "the Group") condensed financial statements, including the balance sheets as of 30 September 2008, income statements, cash flows statements and statements of changes in equity for the nine months ended 30 September 2008 and 30 September 2007 are not audited. The consolidated and the Company's financial statements for the year ended 31 December 2007 are audited and prepared according to International Financial Reporting Standards (IFRS). For better understanding of the information provided in those financial statements, the consolidated and the Company's condensed financial statements must be read together with the consolidated and the Company's annual financial statements of 2007.

The Company's shares are traded in the Vilnius Stock Exchange. On 1 January 2008 the Company's shares were moved from the Secondary List into the Main List of the Vilnius Stock Exchange.

#### 2 Accounting principles

The Company's and the Group's condensed financial statements as of 30 September 2008 have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting.

The principal accounting policies adopted in preparing the condensed financial statements for the nine months period ended as of 30 September 2008 were the same as these used for preparing the financial statements for 2007 according to the IFRS, as adopted in European Union.

#### 3 Segment information

As of 30 September 2008

Till 1 July 2007 supply activities were separated between regulated and eligible customers, after this date due to changes in legislation all customers became eligible. The Company and the Group merged Supply for regulated customers and Supply for eligible customers segments into one segment - Supply.

Distribution

98.781

Supply

858,248

Total

1,059,702

Other

3,166

Segment information for the periods ended 30 September 2008 and 30 September 2007 is presented below:

**Transmission** 

99.507

# Group

Sales

Profit from operations	20,454	5,321	56,182	2,758	84,715
As of 30 September 2007					
Sales	76,552	89,824	485,789	4,261	656,426
Profit from operations	5,598	10,014	83,253	4,846	103,711
Company					
As of 30 September 2008	Transmission	Distribution	Supply	Other	Total
As of 30 September 2008 Sales	Transmission 99,507	Distribution 98,781	<b>Supply</b> 858,285	<b>Other</b> 1,989	Total 1,058,562
			£		
Sales	99,507	98,781	858,285	1,989	1,058,562
Sales Profit from operations	99,507	98,781	858,285	1,989	1,058,562

(all amounts are in LTL thousand unless otherwise stated)

### 4 Inventories

	Group		Company		
	30 September	31 December	30 September	31 December	
	2008	2007	2008	2007	
	(pre-audited)	(audited)	(pre-audited)	(audited)	
Raw materials, spare parts and other inventories	3,856	2,367	3,855	2,366	
Goods for resale (including natural gas)	40,412	106,904	40,399	106,889	
Inventories, gross	44,268	109,271	44,254	109,255	
Less: allowance for inventories	(113)	(207)	(113)	(207)	
	44,155	109,064	44,141	109,048	

As of 30 September 2008, the Group's and the Company's balances of the goods for resale decreased significantly due to the lower volumes of natural gas kept in the natural gas storage facility in Latvia.

The cost of inventories participating in the evaluation of impairment amounted to LTL 2,572 thousand at net realizable value as of 30 September 2008 (LTL 1,422 thousand as of 31 December 2007). Changes in the allowance for inventories in the nine months of 2008 and 2007 were included into operating expenses.

### 5 Other current assets

The other current assets of the Group and the Company as of 30 September 2008 total LTL 29,083 thousand and LTL 25.000 thousand (LTL 3,722 thousand and LTL 0 as of 31 December 2007). During the nine months of the year 2008 the Group's and the Company's balances of the other current assets increased significantly due to the new deals on the short-term investment of the funds.

### 6 Income tax

### 6.1 Deferred income tax

Since that the Group's deferred income tax asset and deferred income tax liability are calculated in compliance with the requirements set by the same tax authority and that the deferred income tax asset will be realized and the liability will be covered at approximately the same time in the future, the deferred income tax asset and deferred income tax liability are netted.

The calculations of the net book value of the deferred income tax liability as of 30 September 2008 are presented below:

Group	30 September 2008		
	(pre-audited)		
Deferred tax asset	000		
	398		
Deferred tax liability	184,946		
Less: deferred tax asset netted with deferred tax			
liability	398		
Deferred tax liability, net	(184,548)		

# 6.2 Income tax expenses

To calculate the income tax for the nine months of 2008, including deferred income tax, the 15 % rate was applied compared with the 3% social tax rate applied in addition to the valid 15 % rate when calculating the income tax for the nine months of 2007.

(all amounts are in LTL thousand unless otherwise stated)

# 7 Borrowings

AB Lietuvos Dujos borrowings as of 30 September 2008:

### Borrowings and their portions, payable

Borrowings (pre-audited)		Payable after one year but not later than in five years	Payable after five years	Total
Borrowings from Lithuanian credit institutions	2.144	8.576	1.072	11.792
	2.144	8.576	1.072	11.792

In the calculations, official currency exchange rates as of 30 September 2008 set by the Bank of Lithuania are applied: EUR/LTL 3.4528

As of 30 September 2008, weighted average annual interest rate of borrowings outstanding was 5.65 % (5.05% as of 31 December 2007).

The borrowings outstanding as of 30 September 2008 were denominated in EUR (100 %).

# 8 Earnings per share

Basic earnings per share reflect the Group's and the Company's net income, divided by the weighted average number of shares. There are no diluting instruments, therefore basic and diluted earnings per share are equal. Calculations of the basic earnings per share are presented below:

	Group		Company		
	30 September	30 September	30 September	30 September	
	2008	2007	2008	2007	
	(pre-audited)	(pre-audited)	(pre-audited)	(pre-audited)	
Net profit attributable to the shareholders (in LTL thousand)	77,675	87,174	77,472	86,882	
Weighted average number of shares in thousand	469,068	469,068	469,068	469,068	
Basic earnings per share (in LTL)	0.17	0.19	0.17	0.19	

### 9 Dividends

During the regular general shareholders' meeting on 16 April 2008, when approving the Company's 2007 profit and loss appropriation, the decision was made to pay to shareholders dividends for the year 2007 in the amount of LTL 50 million (LTL 0.107 per ordinary registered share with the par value of LTL 1 per share).

### 10 Commitments and contingencies

AB Lietuvos Dujos applied to the Vilnius District Administrative Court requesting to partially annul Resolution No. R2-152 of the National Control Commission for Prices and Energy (hereinafter – the Commission) as of February 7, 2007, by which the Commission stated that AB Lietuvos Dujos must issue the terms for connection to the AB Lietuvos Dujos gas system requested by UAB Intergas. The court of the first instance adjudged that the Commission had justly obligated AB Lietuvos Dujos to issue terms for the connection to two of the four connection points requested by UAB Intergas, AB Lietuvos Dujos has lodged the petition of appeal.

(all amounts are in LTL thousand unless otherwise stated)

# 11 Related party transactions

The parties are considered related when one party has the possibility to control the other one or have significant influence over the other party in making financial and operating decisions.

The related parties of the Group and the Company and related party transactions in the nine months of the year 2008 and 2007 were as follows:

- E.ON Ruhrgas International AG (one of the major shareholders of the Company);
- OAO Gazprom (one of the major shareholders of the Company);
- State Property Fund (one of the major shareholders of the Company);
- UAB Palangos Perlas (subsidiary of the Company);
- AS Latvijas Gaze (sister Company, same shareholder)

30 September 2008 (pre-audited)	Purchases	Sales	Accounts receivable	Accounts payable
OAO Gazprom	732,662	6,915	739	89,563
UAB Palangos Perlas	78	37	5	•
AS Latvijas Gaze	4,286			1
	737,026	6,952	744	89,564

30 September 2007 (pre-audited)	Purchases	Sales	Accounts receivable	Accounts payable
OAO Gazprom	433,510	7,160	-	45,708
UAB Palangos Perlas	73	23	1	-
AS Latvijas Gaze	3,765			1,746
	437,348	7,183	1	47,454