

**Compañía de Transporte de Energía  
Eléctrica en Alta Tensión Transener S.A.**

**Unaudited Condensed Interim Consolidated Financial Statements as of September 30,  
2014 and for the three-month and nine-month periods ended September 30, 2014 and  
2013**



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**

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## **Report of Independent Auditors**

To the shareholders, President and Directors of  
Compañía de Transporte de Energía Eléctrica en  
Alta Tensión Transener S.A.  
City of Buenos Aires

### **Introduction**

We have reviewed the accompanying condensed interim consolidated financial statements of Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A. and its subsidiaries ("Transener S.A.") including the condensed consolidated statement of financial position at September 30, 2014, the condensed consolidated statements of comprehensive income for the nine- and three-month periods ended September 30, 2014, and the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the nine-month period then ended, as well as the selected explanatory notes.

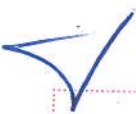
The balances and other information corresponding to the fiscal year 2013 and to its interim periods are an integral part of the financial statements mentioned above; therefore, they must be considered in connection with those financial statements.

### **Management's responsibilities**

The Board of Directors of the Company is responsible for the preparation and presentation of the financial statements in accordance with International Financial Reporting Standards, adopted by the Argentine Federation of Professional Councils in Economic Sciences (FACPCE) as professional accounting standards and included by the National Securities Commission (CNV) in its regulations, as approved by the International Accounting Standards Board (IASB), and is therefore responsible for the preparation and presentation of the condensed interim financial statements mentioned in the first paragraph, in accordance with International Accounting Standard 34 "Interim Financial Information" (IAS 34). Our responsibility is to express a conclusion based on the review that we have performed with the scope detailed in the paragraph "Scope of our review".

### **Scope of our review**

Our review was limited to applying the procedures laid down by the International Standards on Review Engagements (ISRE 2410) "Review of Interim Financial Information developed by the Independent Auditor of the Company", adopted as a review standard in Argentina by Technical Pronouncement No. 33 of the FACPCE and approved by the International Auditing and Assurance Standards Board (IAASB). A review of interim financial information consists of making inquiries of the Company's personnel responsible for preparing the information included in the condensed interim consolidated financial statements and performing analytical and other review procedures. This review is substantially less in scope than an audit conducted in accordance with international standards on auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Therefore, we do not express an audit opinion on the consolidated financial position, the consolidated comprehensive income, or the consolidated cash flows of the Company.



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### **Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the condensed interim financial statements mentioned in paragraph 1 of this report have not been prepared, in all material respects, in accordance with International Accounting Standard 34.

### **Emphasis paragraph**

We would like to emphasize the situation described in Note 2, which details the negotiations between the Company and Transba S.A. with pertinent authorities to restore their tariff schedules and impact on the economic-financial situation of both companies. The Company has prepared these condensed interim consolidated financial statements using accounting principles that are applicable to a going concern. Therefore, the condensed interim consolidated financial statements do not include the effects of potential adjustments or reclassifications, if any, that might be required if the situations described in the above-mentioned note are not solved in favor of continuing the operations of the Company and its subsidiary, and the Company were obliged to sell its assets and settle its liabilities, including contingent liabilities, in conditions other than the normal course of business. Our conclusion does not include any qualifications in relation to the above.

PRICE WATERHOUSE & CO. S.R.L.

by  (Partner)  
Norberto Montero

City of Buenos Aires, Argentina  
November 6, 2014



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Unaudited Condensed Interim Consolidated Statements of Operations**  
**for the three-month and nine-month periods ended September 30, 2014 and 2013**  
(In Argentine Pesos, except as otherwise indicated)

Consolidated income / (loss) statement	Note	Three-month period ended		Nine-month period ended	
		30.09.2014	30.09.2013	30.09.2014	30.09.2013
Net Revenues	7	355,430,395	225,286,508	979,149,700	548,608,772
Operating expenses	8	(262,230,238)	(197,889,973)	(714,355,768)	(536,603,580)
<b>Gross income</b>		<b>93,200,157</b>	<b>27,396,535</b>	<b>264,793,932</b>	<b>12,005,192</b>
Administrative expenses	8	(49,739,346)	(37,781,242)	(128,296,315)	(100,709,062)
Other gains net		(710,974)	(2,749,110)	(21,839,670)	(7,382,330)
<b>Operating results</b>		<b>42,749,837</b>	<b>(13,133,817)</b>	<b>114,657,947</b>	<b>(96,086,200)</b>
Finance income	9	106,596,978	120,461,797	330,693,595	232,929,749
Finance costs	9	(33,335,143)	(21,837,489)	(88,647,050)	(60,499,059)
Other financial results	9	(42,275,943)	(62,652,867)	(260,977,682)	(119,489,228)
<b>Income / (loss) before taxes</b>		<b>73,735,729</b>	<b>22,837,624</b>	<b>95,726,810</b>	<b>(43,144,738)</b>
Income tax expense	10	(27,022,458)	(7,986,044)	(50,794,509)	15,122,034
<b>Income / (loss) for the period</b>		<b>46,713,271</b>	<b>14,851,580</b>	<b>44,932,301</b>	<b>(28,022,704)</b>
<b>Other consolidated comprehensive income / (loss)</b>					
Income / (loss) for the period		46,713,271	14,851,580	44,932,301	(28,022,704)
Other comprehensive income		0	0	0	0
<b>Total comprehensive income / (loss) for the period</b>		<b>46,713,271</b>	<b>14,851,580</b>	<b>44,932,301</b>	<b>(28,022,704)</b>
<b>Attributable to :</b>					
Owners of the parent		44,682,968	14,043,145	40,670,199	(30,441,255)
Non-controlling interests		2,030,303	808,435	4,262,102	2,418,551
<b>Total for the period</b>		<b>46,713,271</b>	<b>14,851,580</b>	<b>44,932,301</b>	<b>(28,022,704)</b>
<b>Income / (loss) per share attributable to the equity holders of the Company:</b>					
Total for the period	21	0.10	0.03	0.09	(0.07)

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Unaudited Condensed Interim Consolidated Balance Sheets as of September 30, 2014 and December 31, 2013**  
(In Argentine Pesos, except as otherwise indicated)

	Note	<u>30.09.2014</u>	<u>31.12.2013</u>
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	1,470,887,296	1,301,689,415
Other receivables	12	34,097,104	50,070,705
<b>Total Non-current assets</b>		<u>1,504,984,400</u>	<u>1,351,760,120</u>
<b>Current Assets</b>			
Trade accounts receivables	13	364,701,230	386,446,312
Other receivables	12	83,076,789	73,429,131
Cash and cash equivalents	14	341,097,984	73,624,888
<b>Total Current assets</b>		<u>788,876,003</u>	<u>533,500,331</u>
<b>Total Assets</b>		<u>2,293,860,403</u>	<u>1,885,260,451</u>
<b>Equity and liabilities</b>			
<b>Capital and reserves attributable to owners of the parent</b>			
		522,453,647	481,783,448
<b>Equity attributable to owners of the parent</b>		<u>522,453,647</u>	<u>481,783,448</u>
Non-controlling interests		32,157,091	27,894,989
<b>Total equity</b>		<u>554,610,738</u>	<u>509,678,437</u>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Debt and other indebtedness	15	1,053,315,458	812,471,249
Deferred tax payable	10	78,164,484	61,920,147
Employee benefits payable	16	126,230,777	107,552,722
Trade accounts payable	17	3,974,808	4,333,734
<b>Total Non-current liabilities</b>		<u>1,261,685,527</u>	<u>986,277,852</u>
<b>Current liabilities</b>			
Provisions		67,070,885	50,072,545
Other liabilities		778,781	2,425,099
Debt and other indebtedness	15	133,005,631	112,608,063
Taxes payable		56,029,447	46,920,222
Payroll and social securities taxes payable		111,395,001	99,892,802
Trade accounts payable	17	109,284,393	77,385,431
<b>Total Current liabilities</b>		<u>477,564,138</u>	<u>389,304,162</u>
<b>Total Liabilities</b>		<u>1,739,249,665</u>	<u>1,375,582,014</u>
<b>Total Equity and liabilities</b>		<u>2,293,860,403</u>	<u>1,885,260,451</u>

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Unaudited Condensed Interim Consolidated Statements of Changes in Equity for the nine-month periods ended September 30, 2014 and 2013**  
(In Argentine Pesos, except as otherwise indicated)

	Attributable to owners of the parent							Total equity	
	Common Stock	Inflation adjustment on common stock	Share premium	Legal reserve	Voluntary reserve	Retained earnings	Subtotal		Non-controlling interests
<b>Balance as of January 1, 2013</b>	444.673.795	352.996.229	31.978.847	42.628.456	210.206.496	(594.818.988)	487.664.835	25.291.799	512.956.634
Reversal of Voluntary Reserve	0	0	0	0	(210.206.496)	210.206.496	0	0	0
Comprehensive loss for the nine-month period	0	0	0	0	0	(30.441.255)	(30.441.255)	2.418.551	(28.022.704)
<b>Balance as of September 30, 2013</b>	<b>444.673.795</b>	<b>352.996.229</b>	<b>31.978.847</b>	<b>42.628.456</b>	<b>0</b>	<b>(415.053.747)</b>	<b>457.223.580</b>	<b>27.710.350</b>	<b>484.933.930</b>
Income for the three-month complementary period	0	0	0	0	0	24.827.907	24.827.907	183.640	25.011.547
Other comprehensive loss for the three-month complementary period	0	0	0	0	0	(268.039)	(268.039)	999	(267.040)
<b>Balance as of December 31, 2013</b>	<b>444.673.795</b>	<b>352.996.229</b>	<b>31.978.847</b>	<b>42.628.456</b>	<b>0</b>	<b>(390.493.879)</b>	<b>481.783.448</b>	<b>27.894.989</b>	<b>509.678.437</b>
Comprehensive income for the nine-month period	0	0	0	0	0	40.670.199	40.670.199	4.262.102	44.932.301
<b>Balance as of September 30, 2014</b>	<b>444.673.795</b>	<b>352.996.229</b>	<b>31.978.847</b>	<b>42.628.456</b>	<b>0</b>	<b>(349.823.680)</b>	<b>522.453.647</b>	<b>32.157.091</b>	<b>554.610.738</b>

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Unaudited Condensed Interim Consolidated Statements of Cash Flows for the nine-month periods ended**  
**September 30, 2014 and 2013**  
(In Argentine Pesos, except as otherwise indicated)

	Note	Nine-month period ended	
		<u>30.09.2014</u>	<u>30.09.2013</u>
<b>Cash flows from operating activities:</b>			
<b>Income / (Loss) for the period</b>		44,932,301	(28,022,704)
Adjustments:			
Depreciation of property, plant and equipment	11	64,632,545	62,702,646
Instrumental Agreement	2	(774,396,376)	(298,347,121)
Provisions	8	8,758,620	7,331,074
Employee benefits plan	16	30,524,679	24,108,637
Income tax expense accrued during the period	10	50,794,509	(15,122,034)
Foreign exchange and other financial results		353,239,543	200,977,105
Other results generated by assets		0	(5,926,910)
Retirements of property, plant and equipment	11	7,326,266	6,653,956
<b>Changes in certain assets and liabilities, net of non-cash:</b>			
(Increase) Decrease in trade receivables		(173,858,545)	(136,836,961)
(Increase) Decrease in other receivables		6,325,943	1,737,601
Increase (Decrease) in trade accounts payable		31,540,036	(7,066,128)
Increase (Decrease) in payroll and social securities taxes payable		11,502,199	(10,164,829)
Increase (Decrease) in taxes payable		(25,440,947)	9,478,098
Increase (Decrease) in provisions		8,239,720	(1,260,245)
Increase (Decrease) of employee benefits payable	16	(11,846,624)	(11,400,901)
<b>Net cash used in operating activities</b>		<u>(367,726,131)</u>	<u>(201,158,716)</u>

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.





**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Unaudited Condensed Interim Consolidated Statements of Cash Flows for the nine-month periods ended**  
**September 30, 2014 and 2013 (continued)**  
(In Argentine Pesos, except as otherwise indicated)

	Note	Nine-month period ended	
		<u>30.09.2014</u>	<u>30.09.2013</u>
<b>Cash flows from investing activities:</b>			
Purchases of the acquisition of property, plant and equipment	11	(241,156,692)	(89,572,824)
Decrease in financial assets at amortized cost		0	1,986,223
<b>Cash used in investing activities</b>		<u>(241,156,692)</u>	<u>(87,586,601)</u>
<b>Cash flows from financing activities:</b>			
Funds from CAMMESA Financing	2	970,000,003	311,000,018
Payments and repurchase of bonds and other indebtedness - Principal		(611,625)	0
Payments and repurchase of bonds and other indebtedness - Interests		<u>(93,032,459)</u>	<u>(64,200,055)</u>
<b>Net cash generated by financing activities</b>		<u>876,355,919</u>	<u>246,799,963</u>
Increase / (Decrease) in cash and cash equivalents		267,473,096	(41,945,354)
Cash and cash equivalents at the beginning of the period	14	<u>73,624,888</u>	<u>130,130,229</u>
<b>Cash and cash equivalents at period end</b>	14	<u>341,097,984</u>	<u>88,184,875</u>
<b>Significant non-cash transactions</b>			
Decrease in accounts receivable	2	970,000,003	311,000,018
Decrease in other liabilities	2	<u>(970,000,003)</u>	<u>(311,000,018)</u>
		<u>0</u>	<u>0</u>

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements.

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## **Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**

**Notes to the Consolidated Financial Statements**  
(In Argentine Pesos, except as otherwise indicated)

### **1. Organization and description of business**

The concessionaire company Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A. was constituted on May 31, 1993, as a result of the laws No. 23,696 and 24,065 and the Decree No. 2,743/92 which stated the privatization of the high-voltage electricity transmission system in Argentina, which up to that date were provided by Agua y Energía Eléctrica Sociedad del Estado (AyEE), Hidroeléctrica Norpatagónica S.A. (Hidronor) and Servicios Eléctricos del Gran Buenos Aires S.A. (SEGBA) and resolved the creation of a company that would receive the concession to operate the service. The Ministry of Economy and Public Works and Services called for international bidding for the sale of the majority shares of the aforementioned company.

The privatization was finalized through the subscribed contract of transfer by the National Government, acting on behalf of the mentioned companies in the preceding paragraph, and Compañía Inversora en Transmisión Eléctrica Citelec S.A. (in later "Citelec S.A."), which has control on Transener S.A. The assets affected to the privatized service were received simultaneously.

Finally, on 17 July 1993 the takeover of Transener by the Consortium took place, starting on the mentioned date its operations.

On 30 July 1997, the province of Buenos Aires privatized Empresa de Transporte de Energía Eléctrica por Distribución Troncal de la Provincia de Buenos Aires Sociedad Anónima Transba S.A. (in later "Transba S.A."), which was created by the province of Buenos Aires, in March 1996, and subsequently acquired by Transener S.A., in order to own and operate the network of Transba S.A. The date of these financial statements Transener S.A. holds 90% of the shares of capital of Transba S.A., because the remaining 10% was transferred to a program of property owned for the personal benefit of Transba S.A. employees in exchange for a right to future dividends of Transba S.A. on such shares.

On 16 August 2002, Transener S.A. created Transener international Ltda. Located in the city of Brasilia, Brazil Republic, subscribing 99% of its shares. On March 25, 2012, the Board of Directors approved to discontinue the Transener international Ltda's operation and maintenance contracts.

These unaudited condensed interim consolidated financial statements (in hereinafter referred to interchangeably as "financial statements" or "Unaudited Condensed Interim Consolidated financial statements"), have been approved for issuance by the Board of Directors on November 6, 2014.

### **2. Tariff Review and economic and financial situation**

#### **a) Tariff Review**

The Emergency Law No. 25561, which fixed the prices and tariffs of the public services companies' contracts in Pesos at the exchange rate of Peso 1 for each US\$1, has imposed the obligation to renegotiate the concession agreements with the National Government to those companies that provide public services, such as Transener and Transba, while continuing to render the service. This situation has significantly affected the economic and financial situation of the Company and its subsidiary Transba.

In May 2005, Transener and Transba entered into the Definitive Agreements with the representatives of the Unit for the Renegotiation and Analysis of Public Utility Contracts ("UNIREN"), which contain the terms and conditions for the renegotiation of the Concession Contracts.

According to the guidelines stated in the mentioned Definitive Agreements, the following was foreseen: i) to carry out a Full Tariff Review ("FTR") before the ENRE and to determine a new tariff regime for Transener and Transba, which should have come into force during the months of February 2006 and May 2006, respectively; and ii) the recognition of the major operating costs incurred in the interim period up to the moment in which the tariff regime comes into force as a consequence of the above-mentioned FTR.

Since 2006 Transener and Transba have communicated to the ENRE the need to regularize the fulfillment of the commitments settled in the Definitive Agreement, describing the breaches of commitments established in that Agreement on behalf of said regulatory authority, the serious situation arising from such breaches, and its availability to continue with the FTR process, as long as the remaining commitments assumed by the parties continue in force, and the new tariff regime arising from the FTR process is resolved.



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**  
**Notes to the Consolidated Financial Statements**  
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Opportunely, Transener and Transba submitted their respective tariff proposals, based on the term stated in the Definitive Agreements, and also in accordance with Article 45 and others of the Law No. 24,065, for the purpose of dealing with the matter, calling for a Public Hearing and defining a new tariff regime, under the expectation of the FTR celebration.

In order to regularize the tariff situation, in December 2010, Transener and Transba entered into the Instrumental Agreements (the "Instrumental Agreements") related to the Definitive Agreements with the SE and the ENRE.

According to what was stated in the Instrumental Agreements, on May 2, 2011 new extensions of the Financing Agreements (Addendas II) were entered into with CAMMESA. The funds which conforms the Addendas II would be destined to the operation and maintenance, and to the investments plan corresponding to year 2011 and would be disbursed through partial payments in advance according to CAMMESA'S availability of funds, according to the instructions of the SE.

Due to the fact that the mentioned commitments were delayed, and in order to regularize the adjustment of the remuneration as from December 1, 2010, on May 13, 2013 and on May 20, 2013, Transener and Transba, respectively, entered into a Renewal Agreement of the Instrumental Agreement (Renewal Agreement), with the Secretariat of Energy (SE) and the ENRE (National Electricity Regulatory Commission) effective until December 31, 2015, in which the following was stated:

- i) the recognition of a credit for Transener and Transba due to cost variations for the period December 2010-December 2012, which has been calculated according to the cost variation index (CVI) established in the Definitive Agreement,
- ii) a mechanism for the payment of credit balances pending under Addenda II, together with the amounts mentioned in i) above, during 2013,
- iii) a procedure for the automatic adjustment and payment of the cost variations arising during the six-month periods starting as from January 1, 2013, and ending December 31, 2015,
- iv) the celebration of a new Addenda with CAMMESA in order to include the amount of credits to be generated and the corresponding interest up to the effective cancellation.

A Cash Flow and an Investment Plan were established under the Renewal Agreement, to be executed by the Companies in 2013 and 2014, taking into account the disbursements received under the Addendas to be entered into. The Cash Flow and Investment Plan in all cases will be adjusted in accordance with the income received by the Companies in each period.

The Investment Plan laid down under the Renewal Agreement establishes investments of approximately \$ 286 million and \$ 207 million for Transener, and of \$ 113 million and \$ 100 million for Transba, for the years 2013 and 2014 respectively.

The Renewal Agreements state that in case they are not renewed at expiration, as from January 1, 2016, CAMMESA should consider as remuneration for the services rendered by the Companies, the values established by ENRE Resolutions 327/08 and 328/08 by application of section 4.2 of the clause Four of the Definitive Agreements, which have been determined by the ENRE in the Instrumental Agreements and in the Renewal Agreements.

In order to execute the Third Extension of the CAMMESA Financing, the Companies abandoned the legal actions seeking the enforcement of the commitments under the Definitive Agreements and the Instrumental Agreements. In case of breach of the commitments under the Definitive Agreements, the Instrumental Agreements and the Renewal Agreements, the Companies may resume and/or bring in again legal actions seeking the enforcement of the Definitive Agreements, the Instrumental Agreements and the Renewal Agreements.

On October 25, 2013, Transba signed with CAMMESA an extension of the Financing Agreement (Addenda III) which provides as follows: i) grant a new loan to Transba for the amount of \$ 324.8 million, for credits recognized by the SE and ENRE, resulting from cost variations occurred during the period December 2010 to December 2012 and ii) the collateral assignment of the credits recognized as higher costs as of December 31, 2012, in accordance with the Renewal Agreement under the Instrumental Agreement, so as to settle the amounts to be received by application of the new signed extensions.



**Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.**

**Notes to the Consolidated Financial Statements**

(In Argentine Pesos, except as otherwise indicated)

On February 14, 2014, Transener signed with CAMMESA an extension of the Financing Agreement (Addenda III) which provides as follows: i) grant a new loan to Transener for the amount of \$ 785,8 million, for credits recognized by the SE and ENRE, resulting from cost variations occurred during the period December 2010 to December 2012 and ii) the collateral assignment of the credits recognized as higher costs as of December 31, 2012, in accordance with the Renewal Agreement under the Instrumental Agreement, so as to settle the amounts to be received by application of the new signed extensions.

Also, on September 2, 2014, Transener and Transba entered into with CAMMESA their Financing Agreements to implement the Renewal Agreements during 2013 and 2014 (New Financing Agreements), by which it was agreed: i) to consider fulfilled the Financing Agreements and their Addenda I, II and III entered into with CAMMESA; ii) to grant a new loan amounting to \$ 622.2 million and \$ 240.7 million for Transener S.A. and Transba S.A., respectively, related to the credits recognized by SE and ENRE corresponding to cost variations from January 2013 to May 2014; and iii) the collateral assignment of the credits recognized for higher costs at May 31, 2014 under the Renewal Agreement of the Instrumental Agreement to pay off the amounts receivable for the implementation of the New Financing Agreements.

On September 30, 2014, the results of the recognition of the cost variations by SE and ENRE have been recorded in these unaudited condensed interim consolidated financial statements up to the amounts received under Addenda II and III. Consequently, Transener has recognized revenues for \$ 426.3 million and \$ 94.7 million plus interest for \$ 151.4 million and \$76.4 million, for the nine-month period ended September 30, 2014 and 2013, respectively. Accordingly, Transba has recognized revenues for \$ 144.6 million and \$ 77.5 million plus interest for \$ 52.2 million and \$ 49.9 million, for the same periods, respectively. The liability for the whole disbursements has been settled through the assignment of credits recognized as higher costs, according to the Instrumental Agreement and the Renewal Agreement.

b) Economic and financial situation

The execution of the Renewal Agreement is presented as a significant milestone that will consolidate the economic-financial equation of the Company in the future.

However, the delay in obtaining a tariff regime resulting from a FTR generates uncertainty about the capability of the Company to generate the necessary revenues in order to face its liabilities in the short term.

Besides, CAMMESA continues to be in arrears in the payment of the monthly remuneration for the electric power transportation service and the Fourth Line fee.

In relation to the above mentioned, it is still complex to foresee the evolution of the issues mentioned in section a) and b) , as well as its possible impact on the Company's businesses and cash flows. Transener has prepared these unaudited condensed interim consolidated financial statements using accounting principles applicable to a going concern. Therefore, these unaudited condensed interim consolidated financial statements do not include the effects of potential adjustments and reclassifications, if any, that could be required if the above situations were not resolved in favor of the continuity of the Company's operations and it would be obliged to realize its assets and settle its liabilities, including contingent ones, under conditions other than the ordinary course of its business. Thus, these unaudited condensed interim consolidated financial statements should be read under these circumstances.

**3. Basis of preparation**

These unaudited condensed interim consolidated financial statements are presented in accordance with IAS 34 "Interim Financial Reporting" issued by the IASB adopted by the CNV through Resolution No. 562/09 and its extensions.

These financial statements should be read in conjunction with the financial statements of the Company as of December 31, 2013, prepared on the basis of IFRS and issued on February 28, 2014.



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**4. Purpose of financial statements**

The accompanying consolidated financial statements have been prepared solely to comply with Luxembourg's Listing requirements and with the provisions set forth in section 22.2 of the Second Supplemental Indenture dated August 2, 2011, entered into by and among Transener, Deutsche Bank Trust Company Americas, among others.

**5. Accounting policies**

Except as disclosed in Note 5.1, the accounting policies applied by the Company are consistent with those applied in the previous year, except for the Note 5.4.

**5.1. IAS 32**

Effective for periods beginning on or after January 1, 2014, the IASB issued the standard IAS 32 that alters the application guidance in matters relating to the compensation of financial assets and liabilities.

In the current period, the application of this standards had no material impact on results of operations or financial position of the Company, but only brings new revelations.

**5.2. Risk policy and accounting estimates**

In preparing these financial statements the Company has applied consistently with the previous year risk policies and accounting estimates. In relation to the risk analysis, to September 30, 2014 there are no significant changes from the previous year.

**5.3. Impairment of non-financial assets**

For the purposes of preparation of these financial statements the Company has applied consistently with previous year the policy for impairment of non-financial assets over time.

Regarding this, the direction has defined certain assumptions for estimating the future cash flows used to assess the recoverability of their assets. These premises include various scenarios involving projections about expected future tariff increases, inflation, exchange rate, operation and maintenance expenses, investments and discount rate.

The cash flows are generally projected for a period covering the useful life remaining long term assets or the term of the concession, the minor.

The flow of funds were estimated taking into consideration the patterns of tariff update which have been filed with the ENRE and according to the parameters established by law N° 24,065 which regulates pricing renegotiation which is in process. As a result, the flow of funds and the future actual results may differ from estimates and evaluations carried out at the time of preparation of the present financial statements.

The Company has not recognized losses by devaluation for none of the presented closures.

**5.4. Derivative financial instruments**

Derivative financial instruments are initially recognized at fair value on the contract date. After initial recognition, they are re-measured at fair value.

The method for recognizing the resulting gain or loss depends on whether the derivative has been designated as a hedge instrument and, in that case, on the nature of the item being hedged. The Company has not designated any derivative as a hedge instrument therefore the changes in their value are recognized through profit or loss, under "Changes in fair value of financial instruments", in other financial results.

The fair values of derivative financial instruments that are traded in active markets are recognized at market price.

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At September 30, 2014, the Company concentrates a position for the purchase of US dollars for US\$ 14 million, at an average rate of exchange agreed under a contract of \$ 8.84, falling due on November 28, 2014.

Those contracts are covered by guarantees. These guarantees have been disclosed under other current receivables, net of the result generated by the contracts they cover. At September 30, 2014, the economic impact of these operations was a net gain of \$200,000, which has been disclosed under other financial results, in the Statement of Comprehensive Income.

**6. Segment reporting**

The Company concentrates its businesses mainly on its primary and secondary activity. As the activity is basically carried out in Argentina, therefore, no segments by geographic area have been identified.

The business segments have been organized according to the following guidelines:

a) Main activity includes operations of high voltage electricity transportation and trunk distribution transmission, subject to regulation issued by the ENRE, and the construction, operation and maintenance of the Fourth Line.

b) Other includes participation in operations whose rate has not been determined by the ENRE, including the activities undertaken abroad.

Assets, liabilities, income and expenses not directly attributable to a specific segment have been allocated to the more significant segment, as they are reported within the main activity.

The segment information submitted to the General Director, who takes the business strategic decisions, for the reportable segments for the nine-month periods ended September 30, 2014 and 2013 is as follows:

	<b>Main activity</b>	<b>Other segments</b>	<b>Total</b>
	\$	\$	\$
<b><u>Nine-month period ended September 30, 2014</u></b>			
Net revenues	808,792,633	170,357,067	979,149,700
Operating results	88,067,769	26,590,178	114,657,947
Total assets	2,224,854,964	69,005,439	2,293,860,403
Total liabilities	1,729,271,490	9,978,175	1,739,249,665
Acquisition of property, plant and equipment	241,156,692	0	241,156,692
Property, plant and equipment depreciation	64,632,545	0	64,632,545
<b><u>Nine-month period ended September 30, 2013</u></b>			
Net revenues	410,891,939	137,716,833	548,608,772
Operating results	(137,479,324)	41,393,124	(96,086,200)
Total assets	1,694,056,878	57,757,820	1,751,814,698
Total liabilities	1,236,931,513	29,949,255	1,266,880,768
Acquisition of property, plant and equipment	89,572,824	0	89,572,824
Property, plant and equipment depreciation	62,702,646	0	62,702,646

Sales between operating segments identified by society is not finalized. Sales revenues reported to the General Director are measured in the same way as for the preparation of Statements of Operations.

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**7. Net Revenues**

	<b>Three-month period ended</b>		<b>Nine-month period ended</b>	
	<b><u>30.09.2014</u></b>	<b><u>30.09.2013</u></b>	<b><u>30.09.2014</u></b>	<b><u>30.09.2013</u></b>
Net Regulated Revenue	301,004,618	164,970,770	797,697,049	400,637,230
Net Fourth Line Revenue	3,651,272	4,237,562	11,095,584	10,254,709
Net Other Revenue	<u>50,774,505</u>	<u>56,078,176</u>	<u>170,357,067</u>	<u>137,716,833</u>
Net Revenues	<b><u>355,430,395</u></b>	<b><u>225,286,508</u></b>	<b><u>979,149,700</u></b>	<b><u>548,608,772</u></b>





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**8. Expenses by Nature**

Items	Three-month period ended September 30, 2014		Three-month period ended September 30, 2013			
	Total	Operating Expenses	Administrative Expenses	Total	Operating Expenses	Administrative Expenses
Salaries and social security charges	196,947,135	161,332,584	35,614,551	138,878,438	114,550,056	24,328,382
Other personnel costs	2,738,423	1,200,264	1,538,159	1,736,300	1,060,343	675,957
Fees for operating services	5,183,935	5,183,935	0	4,285,977	4,285,977	0
Professional fees	4,142,467	890,049	3,252,418	3,551,267	1,124,075	2,427,192
Equipment maintenance	1,527,374	1,527,374	0	2,054,370	2,054,370	0
Work for third-party materials	8,341,052	8,341,052	0	11,604,088	11,604,088	0
Fuel and lubricants	5,252,106	5,158,356	93,750	3,076,949	2,920,863	156,086
General Maintenance	9,161,229	8,875,722	285,507	8,515,678	8,251,971	263,707
Electricity	440,000	411,021	28,979	282,803	481,959	(199,156)
Depreciation of property, plant and equipment	21,650,476	19,482,681	2,167,795	20,749,253	18,672,274	2,076,979
Administration expenses related to WEM	128,730	128,730	0	216,790	216,790	0
Regulatory fees	407,313	407,313	0	537,165	537,165	0
ATERA membership fees	125,151	0	125,151	114,996	0	114,996
Communications	1,507,079	1,385,922	121,157	1,247,541	1,048,756	198,785
Transportation	2,079,546	2,078,202	1,344	1,589,995	1,552,863	37,132
Insurance	12,289,710	11,413,320	876,390	8,778,881	8,151,024	627,857
Rents	3,325,398	1,827,416	1,497,982	2,534,815	1,514,734	1,020,081
Travel and lodging expenses	10,221,369	9,897,059	324,310	8,215,005	7,875,400	339,605
Stationary and printing	1,865,778	409,131	1,456,647	3,177,550	250,933	2,926,617
Taxes and government contributions	1,474,409	1,335,357	139,052	1,392,261	1,252,724	139,537
Directors and syndics	594,261	0	594,261	1,030,500	0	1,030,500
Security	6,155,936	6,154,986	950	3,417,118	3,417,118	0
Office and substation cleaning	4,399,738	4,099,367	300,371	3,231,363	3,029,080	202,283
Electroduct maintenance	3,855,429	3,855,429	0	3,298,769	3,298,769	0
Provisions	2,237,625	2,237,625	0	(1,432,565)	(1,432,565)	0
Others	5,917,915	4,597,343	1,320,572	3,585,908	2,171,206	1,414,702
<b>TOTAL</b>	<b>311,969,584</b>	<b>262,230,238</b>	<b>49,739,346</b>	<b>235,671,215</b>	<b>197,889,973</b>	<b>37,781,242</b>



## Compañía de Transporte de Energía Eléctrica en Alta Tensión Transener S.A.

### Notes Consolidated Financial Statements

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Items	Nine-month period ended September 30, 2014			Nine-month period ended September 30, 2013		
	Total	Operating Expenses	Administrative Expenses	Total	Operating Expenses	Administrative Expenses
Salaries and social security charges	505,211,978	417,047,646	88,164,332	390,793,423	322,488,070	68,305,353
Other personnel costs	6,843,205	3,153,396	3,689,809	3,504,311	2,071,531	1,432,780
Fees for operating services	18,277,460	18,277,460	0	9,022,790	9,022,790	0
Professional fees	11,129,143	2,846,552	8,282,591	8,603,718	3,016,914	5,586,804
Equipment maintenance	5,099,611	5,099,611	0	4,245,483	4,245,483	0
Work for third-party materials	43,739,070	43,739,070	0	20,593,407	20,593,407	0
Fuel and lubricants	12,863,062	12,228,081	634,981	7,435,951	7,061,753	374,198
General Maintenance	25,015,395	24,241,214	774,181	18,770,195	17,924,176	846,019
Electricity	1,617,083	1,545,370	71,713	1,514,555	1,431,381	83,174
Depreciation of property, plant and equipment	64,632,545	58,163,182	6,469,363	62,702,646	56,427,001	6,275,645
Administration expenses related to WEM	644,575	644,575	0	710,642	710,642	0
Regulatory fees	1,438,718	1,438,718	0	1,479,967	1,479,967	0
AJTEERA membership fees	380,917	0	380,917	344,987	0	344,987
Communications	4,240,914	3,429,251	811,663	2,942,693	2,467,304	475,389
Transportation	5,354,961	5,336,230	18,731	4,095,695	4,033,162	62,533
Insurance	30,533,364	28,552,153	1,981,211	22,233,171	20,790,533	1,442,638
Rents	7,912,326	4,433,779	3,478,547	6,656,313	3,828,338	2,827,975
Travel and lodging expenses	26,017,668	25,249,192	768,476	19,802,558	19,143,363	659,195
Stationary and printing	6,331,637	1,050,301	5,281,336	5,324,439	648,780	4,675,659
Taxes and government contributions	5,370,263	5,022,963	347,300	3,511,496	3,183,276	328,220
Directors and syndics	2,435,106	0	2,435,106	2,865,643	0	2,865,643
Security	16,457,786	16,456,836	950	10,207,859	10,207,859	0
Office and substation cleaning	11,128,272	10,254,435	873,837	7,854,226	7,281,440	572,786
Electroduct maintenance	7,468,004	7,468,004	0	4,820,159	4,820,159	0
Provisions	8,758,620	8,758,620	0	7,331,074	7,331,074	0
Others	13,750,400	9,919,129	3,831,271	9,945,241	6,395,177	3,550,064
<b>TOTAL</b>	<b>842,652,083</b>	<b>714,355,768</b>	<b>128,296,315</b>	<b>637,312,642</b>	<b>536,603,580</b>	<b>100,709,062</b>



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**9. Financial Results Net**

	Three-month period ended		Nine-month period ended	
	30.09.2014	30.09.2013	30.09.2014	30.09.2013
<b>Financial Income</b>				
Interests	106,596,978	120,461,797	330,693,595	232,929,749
<b>Total financial income</b>	<b>106,596,978</b>	<b>120,461,797</b>	<b>330,693,595</b>	<b>232,929,749</b>
<b>Financial Costs</b>				
Interests generated by loans	(33,335,143)	(21,837,489)	(88,647,050)	(60,499,059)
<b>Total financial costs</b>	<b>(33,335,143)</b>	<b>(21,837,489)</b>	<b>(88,647,050)</b>	<b>(60,499,059)</b>
<b>Other financial results</b>				
Foreign exchange	(42,167,264)	(62,418,043)	(260,240,424)	(133,897,929)
Result from receivables measured at fair value	200,000	(38,913)	200,000	14,961,664
Result from liabilities measured at fair value	(308,679)	(195,911)	(937,258)	(552,963)
<b>Total Other financial results</b>	<b>(42,275,943)</b>	<b>(62,652,867)</b>	<b>(260,977,682)</b>	<b>(119,489,228)</b>
<b>Total Other financial results, net</b>	<b>30,985,892</b>	<b>35,971,441</b>	<b>(18,931,137)</b>	<b>52,941,462</b>

**10. Income tax and Deferred income tax**

The analysis of the deferred tax assets and liabilities is as follows:

**Deferred Tax Assets**

	Tax loss carryforward	Allowance for investments	Accounts receivable	Employee benefits payable	Provisions	Fourth Line	Total
<b>As of January 1, 2014</b>	38,949,711	0	142,195	37,643,453	11,796,788	4,689,932	93,222,079
Charged to the income statement	(38,949,711)	0	0	6,537,319	4,509,189	(3,625,598)	(31,528,801)
Charged to other comprehensive income	0	0	0	0	0	0	0
<b>As of September 30, 2014</b>	<b>0</b>	<b>0</b>	<b>142,195</b>	<b>44,180,772</b>	<b>16,305,977</b>	<b>1,064,334</b>	<b>61,693,278</b>
<b>As of January 1, 2013</b>	37,280,067	12,169,118	142,195	30,443,922	8,157,578	9,524,062	97,716,942
Charged to the income statement	4,768,124	3,782,699	0	4,447,707	172,977	(3,625,598)	9,545,909
Charged to other comprehensive income	0	0	0	0	0	0	0
<b>As of September 30, 2013</b>	<b>42,048,191</b>	<b>15,951,817</b>	<b>142,195</b>	<b>34,891,629</b>	<b>8,330,555</b>	<b>5,898,464</b>	<b>107,262,851</b>

**Deferred Tax Liabilities**

	Property, plant and equipment	Other receivables	Debt and other indebtedness	Total
<b>As of January 1, 2014</b>	132,961,077	10,486,491	11,694,658	155,142,226
Charged to the income statement	(8,940,456)	(8,567,661)	2,223,653	(15,284,464)
Charged to other comprehensive income	0	0	0	0
<b>As of September 30, 2014</b>	<b>124,020,621</b>	<b>1,918,830</b>	<b>13,918,311</b>	<b>139,857,762</b>
<b>As of January 1, 2013</b>	145,064,287	19,854,108	9,730,335	174,648,730
Charged to the income statement	(9,422,958)	(6,830,719)	942,943	(15,310,734)
Charged to other comprehensive income	0	0	0	0
<b>As of September 30, 2013</b>	<b>135,641,329</b>	<b>13,023,389</b>	<b>10,673,278</b>	<b>159,337,996</b>

Deferred Tax Liabilities as of September 30, 2014 and December 31, 2013 amounts to \$78,164,484 and \$61,920,147, respectively.



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The income tax charge for the period is as follows:

	Nine-month period ended	
	<u>30.09.2014</u>	<u>30.09.2013</u>
Current tax	34,550,172	9,734,609
Deferred tax	16,244,337	(24,856,643)
Income tax	<u>50,794,509</u>	<u>(15,122,034)</u>

Below is the reconciliation between the income tax charged to results and that one that would result from the application of the tax rate in force on the accounting (loss) / profit.

	Nine-month period ended	
	<u>30.09.2014</u>	<u>30.09.2013</u>
Net loss before income taxes	95,726,810	(43,144,738)
Tax rate in force	35%	35%
Loss at the tax rate	33,504,384	(15,100,658)
Taxable effects by:		
- Allowance for tax bankruptcy	12,300,000	0
- Other non taxable and/or non deductible items	4,990,125	(21,376)
Income tax	<u>50,794,509</u>	<u>(15,122,034)</u>

**11. Property, plant and equipment**

	Nine-month period ended	
	<u>30.09.2014</u>	<u>30.09.2013</u>
Net value as of the beginning of the period	1,301,689,415	1,178,664,221
Additions	241,156,692	89,572,824
Decreases	(7,326,266)	(6,653,956)
Depreciations	(64,632,545)	(62,702,646)
Net value as of the end of the period	<u>1,470,887,296</u>	<u>1,198,880,443</u>

**12. Other receivables**

	<u>30.09.2014</u>	<u>31.12.2013</u>
	<b>Non-Current</b>	
Minimum Notional Income Tax Credit	28,767,674	39,594,600
Stock Ownership Program	5,329,430	5,329,430
Financial Credit - Fourth Line	0	5,146,675
Total	<u>34,097,104</u>	<u>50,070,705</u>



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	<u>30.09.2014</u>	<u>31.12.2013</u>
<b>Current</b>		
Prepaid expenses	40,910,785	23,423,996
Advances to suppliers	19,322,752	7,259,854
Guarantees received	11,018,112	3,161,503
Financial Credit - Fourth Line	8,159,690	27,492,043
Loans to employees	2,265,385	1,534,497
Stock Ownership Program - Dividends receivable	778,780	778,780
Judicial seizure	611,135	611,135
Insurance recoveries	0	9,142,315
Others	10,150	25,008
<b>Total</b>	<u>83,076,789</u>	<u>73,429,131</u>

The fair values of other receivables do not differ significantly from their respective book values.

**13. Trade account receivables**

	<u>30.09.2014</u>	<u>31.12.2013</u>
CAMMESA	313,327,670	341,118,479
Other services	33,853,632	33,957,717
Other related parties (Note 18)	17,519,928	11,370,116
<b>Total</b>	<u>364,701,230</u>	<u>386,446,312</u>

The fair values of trade account receivables do not differ significantly from their respective book values.

**14. Cash and cash equivalents**

	<u>30.09.2014</u>	<u>31.12.2013</u>
Cash in local currency	962,991	921,991
Cash in foreign currency	117,295	91,278
Banks in local currency	32,234,718	1,727,442
Banks in foreign currency	25,817,397	19,433,442
Mutual funds	281,965,583	51,450,735
<b>Cash and cash equivalents, net</b>	<u>341,097,984</u>	<u>73,624,888</u>



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**15. Debt and other indebtedness**

	<u>30.09.2014</u>	<u>31.12.2013</u>
<b>Non-current bonds and other indebtedness</b>		
Corporate Bonds 2021	830,650,050	642,546,735
Corporate Bonds 2016	223,664,760	173,015,172
Nordic Investment Bank (NIB)	38,567,250	30,322,650
Internal rate of return adjustment to Corporate Bonds 2021	(37,295,779)	(30,904,510)
Net present value adjustment to NIB and Par Notes	(2,270,823)	(2,508,798)
<b>Total Non-current</b>	<u>1,053,315,458</u>	<u>812,471,249</u>
<b>Current bonds and other indebtedness</b>		
Corporate Bonds 2016	120,682,283	87,531,259
Corporate Bonds 2021	10,348,515	24,015,184
Nordic Investment Bank (NIB)	1,974,833	1,061,620
<b>Total Current</b>	<u>133,005,631</u>	<u>112,608,063</u>

The fair value of current bonds and other indebtedness equals their book value, as the impact of applying the discounting is not significant.

**16. Employee benefit expense**

The amounts recognized in the Comprehensive Statements of operations are as follows:

	<b>Nine-month period ended</b>	
	<u>30.09.2014</u>	<u>30.09.2013</u>
<b>Charges to Results</b>		
Services Cost	5,326,625	4,075,119
Interest Cost	25,198,054	20,033,518
<b>Total</b>	<u>30,524,679</u>	<u>24,108,637</u>

The breakdown of the amounts exposed in the Consolidated Balance Sheets are as follows:

	<u>30.09.2014</u>	<u>30.09.2013</u>
Benefits Obligations at the beginning of the period	107,552,722	86,982,633
Services Cost	5,326,625	4,075,119
Interest Cost	25,198,054	20,033,518
Payments of benefits	(11,846,624)	(11,400,901)
<b>Benefits Obligations at the end of the period</b>	<u>126,230,777</u>	<u>99,690,369</u>

The most important actuarial assumptions used for the calculation are as follows:

Discount rate	33.56%	32.50%
Current interest rate	6.00%	6.00%
Salary growth rate	2%	2%



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**17. Trade accounts payable**

	<u>30.09.2014</u>	<u>31.12.2013</u>
<b>Non-Current</b>		
Billings in advance	<u>3,974,808</u>	<u>4,333,734</u>
Total	<u>3,974,808</u>	<u>4,333,734</u>
	<u>30.09.2014</u>	<u>31.12.2013</u>
<b>Current</b>		
Suppliers	103,281,026	68,612,588
Billings in advance	<u>6,003,367</u>	<u>8,772,843</u>
Total	<u>109,284,393</u>	<u>77,385,431</u>

The fair value of trade accounts payables equals their carrying amount, as the impact of applying the discounting is not significant.

**18. Balances and transactions with related parties**

Transener has entered into an operating agreement under which Pampa Energía S.A. (formerly Pampa Holding S.A.), ENARSA S.A. and Electroingeniería S.A. provide services, expertise and know-how in connection with certain Company activities. In November 2009, Pampa Energía S.A. transferred its contract to Pampa Generación S.A. In January 2012, Pampa Generación S.A. transferred its contract to Pampa Energía S.A. Electroingeniería S.A. gave notice in the month of November of 2010 of the transfer of its contract to Grupo Eling S.A.

The responsibility of the Operators includes advisory and coordination services in the areas of human resources, general administration, information systems, quality control and consulting.

The operating fees are 2.75% of certain regulated revenues.

The transactions with related parties are as follows:

**Companies Law No. 19,550 – Sect. 33**

	<b>Nine-month period ended</b>	
	<u>30.09.2014</u>	<u>30.09.2013</u>
Sales of assets and services rendered to Energía Argentina S.A.	0	2,600
Fees for operating services		
*Pampa Energía S.A.	9,138,730	4,511,398
*Energía Argentina S.A.	4,569,365	2,255,698
*Grupo Eling S.A.	4,569,365	2,255,697
Interest generated by assets (Citelec S.A.)	0	25,879



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**Other related parties**

	Nine-month period ended	
	30.09.2014	30.09.2013
Sales of assets and services rendered to Integración Eléctrica Sur Argentina S.A.	7,788,141	9,251,684
Sales of assets and services rendered to Yacylec S.A.	3,722,271	3,778,404
Sales of assets and services rendered to C.T.Loma de la Lata S.A.	962,107	758,781
Sales of assets and services rendered to Litsa S.A.	817,300	695,998
Sales of assets and services rendered to Edenor S.A.	595,500	0
Sales of assets and services rendered to Transportadora de Gas del Sur S.A.	198,000	198,330
Sales of assets and services rendered to Central Piedra Buena S.A.	117,600	568,051
Sales of assets and services rendered to Electroingeniería S.A.	104,041	0

The balances with Companies Law No.19,550 – Sect. 33 and other related parties are as follows:

**Companies Law No.19,550 – Sect. 33**

	30.09.2014	31.12.2013
<b>Provisions</b>		
Pampa Energía S.A.	4,332,739	4,472,655
Grupo Eling S.A.	2,166,370	2,236,328
Energía Argentina S.A.	2,166,369	2,236,328
<b>Total</b>	<b>8,665,478</b>	<b>8,945,311</b>

**Other related parties**

	30.09.2014	31.12.2013
<b>Assets</b>		
<b>Trade account receivables</b>		
Integración Eléctrica Sur Argentina S.A.	17,073,905	10,644,453
CT. Loma de la Lata S.A.	163,093	102,355
Electroingeniería S.A.	129,012	0
Litsa S.A.	116,499	68,408
Yacylec S.A.	37,375	554,570
Transportadora de Gas del Sur S.A.	44	330
<b>Total</b>	<b>17,519,928</b>	<b>11,370,116</b>

**19. Investment in Transener Internacional Ltda.**

Transener Internacional Ltda. is undergoing operating and financing difficulties. As a consequence of that, and in order to support its operations, as of December 31, 2011, Transener granted loans to Transener Internacional Ltda. for the amount of US\$6.6 million.

On March 25, 2012, the Board of Directors approved to discontinue Transener Internacional Ltda.'s operation and maintenance contracts.

As of September 30, 2014, due to the uncertainty as to the Company ability to fully recover the above-mentioned loans and credits granted, the book value of such investments remains fully impaired. No loan has been assigned to the mentioned subsidiary during fiscal year 2013 and the nine-month period ended September 30, 2014.





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**20. Financing structure**

**20.1 Global program for the issuance of simple notes, non-convertible into shares, of medium term for US\$ 300 million (or its equivalent in any other currency)**

Transener has issued Series 1 and Series 2 Notes under de global program for the issuance of simple notes, non-convertible into shares, of medium term for US\$ 300 million (or its equivalent in any other currency), authorized by the CNV Resolutions N° 15,523 and 16,944 of November 30, 2006 and October 17, 2012.

Likewise, those notes have been authorized for listing in the BASE and in the Luxemburg Stock Exchange, in accordance with the autorithations opportunely issued by said entities, and for trading in the Mercado Abierto Electrónico S.A.

**20.1.1 O.N. 2016 Clase 1**

During 2006, Transener issued Series 1 Notes under the mentioned program. Series 1 Notes accrue an interest rate of 8.875% and are amortized in four equal payments on December 15, 2013, 2014, 2015 and 2016.

The remaining outstanding amount of the nominal Series 1 Notes as of September 30, 2014 was US\$ 39,798,000 (See Notes 20.1.2. Refinancing of Series 1 Notes – 2021 Series 2 Notes).

**20.1.2 Refinancing of Series 1 Notes – 2021 Series 2 Notes (“Refinancing 2011”)**

Due to the appropriate conditions in the international capital markets at the beginning of the current year and that the partial amortization of the Series 1 Notes began in 2013, Transener decided to proceed to the refinancing of the mentioned notes with the main purpose of extending the debt maturity.

This process, which was initiated in April 2011, comprised a tender offer and an exchange offer of the Series 1 Notes. Up to the closing of said offers, approximately 65% had been validly tendered. This amount includes US\$ 29,076,000 notes held by Transener and Transba.

Additionally and as part of the refinancing process, Transener called a Series 1 Noteholders' Meeting, in order to propose amendments to the Series 1 Notes and certain provisions of the First Supplemental Indenture to remove substantially all restrictive commitments and default events contained in such Notes terms and conditions. The Noteholders' Meetings were held on July 29 and on August 10, 2011, in which the Series 1 Notes holders approved the amendment proposed by Transener.

In order to finance the tender offer and the exchange offer, Series 2 Notes for the amount of US\$ 53,100,000 were issued on August 2, 2011 and Series 2 Notes for the amount of US\$ 47,435,000 were issued on August 11, 2011. Consequently, the principal amount of Series 2 Notes was US\$ 100,535,000. These new notes due August 15, 2021, accrue interest at an annual interest rate of 9.75% and will be fully amortized at the maturity date.

As of September 30, 2014, the remaining balance of the Series 2 Notes, net of those hold by the Company amounted to US\$ 98,535,000.

**20.2 Global program for the issuance of simple notes, non-convertible into shares, for up to US\$ 200 million (or its equivalent in any other currency)**

On November 5, 2009, an Ordinary General Shareholders' Meeting decided the creation of a global program for the issuance of simple notes, non-convertible into shares, denominated in pesos or in any other currency, with ordinary, special, floating and/or any other guarantee, subordinated or not, for a maximum amount, which in any moment, can't exceed \$ 200 million (Pesos two hundred million) or its



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equivalent in other currencies. The Program has been authorized for public offering in accordance with Resolution No. 16,244 of December 17, 2009 issued by the CNV.

**20.3 Restrictions in relation to 2016 Series 1 Notes**

Transener and its Restricted Subsidiaries, according to the terms and conditions of the Refinancing 2006, were subject to the compliance of a series of restrictions. Some of these restrictions have been eliminated as a consequence of the Refinancing 2011 (See 20.1.2 Refinancing of Series 1 Notes – 2021 Series 2 Notes (“Refinancing 2011”).

**20.4 Restrictions in relation to the Refinancing 2011**

The Company and its Restricted Subsidiaries have to comply with the following restrictions, according to the refinancing terms, including among others:

- i) Incurring or ensuring additional indebtedness;
- ii) Paying dividends or making other distributions as regards either the redemption or repurchase of the Company’s capital stock or indebtedness;
- iii) Making other restricted payments, including investments;
- iv) Placing liens or making sale & leaseback transactions;
- v) Selling or otherwise disposing of assets, including the subsidiaries’ capital stock;
- vi) Entering into agreements that restrict the dividends of the subsidiaries;
- vii) Carrying out transactions with affiliates; and
- viii) Performing mergers or consolidation transactions.

As of September 30, 2014 there is not any default related to those restrictions.

**21. Income per share**

The loss per share is calculated dividing the loss attributable to the equity holders of the Company by the weighted average number of ordinary shares outstanding during the period, excluding those own shares acquired by the Company.

	Nine-month periods ended	
	30.09.2014	30.09.2013
Results from operations attributable to the equity holders of the Company	40,670,199	(30,441,255)
Total	<u>40,670,199</u>	<u>(30,441,255)</u>
Ordinary shares average	444,673,795	444,673,795
Income / (loss) per share attributable to the equity holders of the Company (\$/Share)	0.09	(0.07)

**22. Stored documentation**

For the purposes of complying with CNV Resolution 629/14, the Company informs that the accounting and management documentation and information related to economic-financial operations is partially stored in the facilities of Iron Mountain SA, located at Av. Amancio Alcorta 2482, City of Buenos Aires and Custodia de Archivos SRL located at Gorriti 375, Rosario, Province of Santa Fe.

The detail of the documentation stored with third parties is available at Company Headquarters



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**23. Foreign currency assets and liabilities**

As of September 30, 2014 and December 31, 2013 the balances of foreign currency assets and liabilities are as follows:

Captions	September 30, 2014			December 31, 2013	
	Amount and class of foreign currency	Current exchange rate	Amount in local currency	Amount and class of foreign currency	Amount in local currency
			\$		\$
<b>Assets</b>					
<b>Current assests</b>					
Cash and banks	US\$ 3,113,328	8.330	25,934,017	US\$ 3,012,525	19,524,176
Cash and banks	R\$ 197	3.426	675	R\$ 197	544
<b>Total current assets</b>			25,934,692		19,524,720
<b>Total assets</b>			25,934,692		19,524,720
<b>Liabilities</b>					
<b>Current liabilities</b>					
Account payable	US\$ 2,960,852	8.430	24,959,980	US\$ 255,034	1,663,079
Account payable	€ 155,397	10.657	1,656,057	€ 10,736	96,749
Account payable	SEK 1,734,267	1.317	2,284,029		0
Account payable	£ 32,137	13.685	439,798		0
Debt and other indebtedness	US\$ 15,777,655	8.430	133,005,631	US\$ 17,268,527	112,608,063
<b>Total current liabilities</b>			162,345,495		114,367,891
<b>Non current liabilities</b>					
Debt and other indebtedness	US\$ 129,642,000	8.430	1,092,882,060	US\$ 129,717,000	845,884,557
<b>Total non current liabilities</b>			1,092,882,060		845,884,557
<b>Total liabilities</b>			1,255,227,555		960,252,448

US\$: United States Dollars  
R\$: Reales  
€: Euros  
SEK: Swedish kronas  
£: British pounds



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**24. Allowance**

As of September 30, 2014 and December 31, 2013 the balances of foreign currency assets and liabilities are as follows:

Captions	At the beginning of the period	Additions	Deductions	At the end of the period
<b>Deducted from current assets</b>				
Bad debtors	466,497	0	0	466,497
Other irrecoverable receivables (1)	1,510,777	0	0	1,510,777
<b>Total at September 30, 2014</b>	<b>1,977,274</b>	<b>0</b>	<b>0</b>	<b>1,977,274</b>
<b>Total at December 31, 2013</b>	<b>38,974,679</b>	<b>9,710,152</b>	<b>(46,707,557)</b>	<b>1,977,274</b>
<b>Deducted from non-current assets</b>				
Minimum notional income tax credit (2)	0	10,826,926	0	10,826,926
Deferred tax assets (2)	0	12,300,000	0	12,300,000
<b>Total at September 30, 2014</b>	<b>0</b>	<b>23,126,926</b>	<b>0</b>	<b>23,126,926</b>
<b>Total at December 31, 2013</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

(1) See Note 19.

(2) See Note 10.