

# RU

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## **UNAF Mid-Market, UAH**



Market Information	on	
Bloomberg	UN	AF UZ
Reuters	UNA	F.PFT
No of Shares, mln		54.2
Reg S GDR to Ord.		1:6
nog o obn to oran		1.0
Market price, USD	, .	32 15
52Wk H/L, USD 5		
MCap, USD mln		
Free Float, %	• '	8%
		0.0
Stock Ownership		
•	-	
State	5	0%+1
Privat Group		42%
Minorities		8%
Ratios 2004*		
EBITDA Margin		62%
EBIT Margin		49%
Net Margin		34%
Net Debt/Equity		0.06
*Based on adjusted sales		

## Ukraine/ Oil & Gas Ukrnafta

**A New Dividend Record** 

### 22 Jun 2005 **USD 32.1 USD 35.7**

## 12m Target

Ukrnafta set a new record at its June 20 EGM, when it approved a dividend payment equal to 99.98% of the company's 2004 net income. The USD 266.5 mln dividend payment, or USD 4.9 per share at the current USD/UAH exchange rate, will be the highest ever for a Ukrainian company. Although this decision was not optimal for the company's business, we do not think it will seriously affect Ukrnafta's plans to develop into a vertically integrated company (VIC). We maintain our previous 12-month target price of USD 35.7. BUY.

Potential shareholder conflict avoided. UNAF's EGM reached a quorum with 90.48% of votes, signaling that Naftogaz and Privat, UNAF's major shareholders, have found common ground regarding dividend payments and changes in the company's management and governance. This outcome provides significant reassurance that Ukrnafta will enjoy smooth operations in the future.

Highest ever dividend payment in Ukraine. Shareholders decided to allocate almost all UNAF's 2004 net income as dividends, which will be of greatest benefit to Privat Group. At the previous AGM, Privat supported a 100% dividend payout, but a decision to pay was blocked by Naftogaz. The payment means that Privat Group, which is gradually losing control over Ukrnafta to the state, has secured a payment of USD 111.9 mln for itself. Privat can reinvest this money into Ukrnafta, if appropriate, as the latter develops into a VIC. It might also simply keep the money for other purposes unrelated to Ukrnafta, should it lose control over the company. Naftogaz, on the other hand, will likely use the dividends to finance the 2005 state budget deficit. The ex-dividend date has been set for July 1, 2005, with a payment scheduled from July 1, 2005 to January 1, 2006. The EGM also decided on a planned 40% dividend payout in 2005. Net income in 2005 is projected at USD 302.6 mln.

Privat to retain a loyal management, this time. Shareholders elected a new 11 member Supervisory Board. Six of them represent the state, including Chairman Serhiy Pereloma, while the remaining five members are Privat appointees. The company's CEO Igor Palytsia - loyal to Privat was re-appointed. However, the CFO, also a Privat ally, will be replaced by a Naftogaz-sponsored candidate. The EGM also limited the CEO's powers, which will strengthen Naftogaz's position in making decisions over Ukrnafta's operations. Namely, the board can now dismiss a CEO with 60% of votes, without summoning a shareholder meeting. Regardless, as long as five of the eleven board members represent Privat, it will still control the company.

## KEY FINANCIAL DATA, USD min

	Net Revenue	EBITDA	Net Income	DPS, USD
2004	736.0	459.0	253.3	4.670
2005E	1523.6	688.8	367.6	2.711
2006E	2287.6	866.3	485.9	2.240
Spot Exch Rate	<u>;</u>	5.05		

KEY RATIO	S			
	P/S	P/E	EV/EBITDA	Div Yield
2004	2.37	6.88	3.97	14.5%
2005E	1.14	4.74	2.93	8.4%
2006E	0.76	3.59	2.21	7.0%

**Transfer pricing crackdown?** The shareholders decided management must now receive board approval for any contract exceeding USD 9.9 mln, ending the previous limit of USD 39.6 mln. This will restrict managerial discretion in acquisitions and counteract the transfer pricing Ukrnafta has been suspected of using in buying gas stations. The company's CEO confirmed that Ukrnafta won several tenders for the acquisition of 204 gas stations, in addition to its existing network of 391, but the purchases have yet to be confirmed by Naftogaz and permitted by the Antimonopoly Committee. Earlier, Naftogaz' CEO Oleksiy Ivchenko questioned the validity of Ukrnafta's recent downstream purchases.

**Valuations.** Due to the unexpectedly high dividend payout, we had to revise our pro forma model of Ukrnafta's operations. Because we use a discounted free cash flow method for valuation instead of dividend discount method, dividend surprises do not have a profound effect on the valuation. Yet there are subtler effects. As a portion of Ukrnafta's 2005 cash flows from operations will be used to finance its 2004 dividends, in order to fulfill the program of retail chain development, the company will have to raise more debt. Thus, we increased our projected debt/equity ratio from 17% to 25%. Also, we adjusted the dividend payout from 7% to 40% in 2005, to reflect the new planned dividend payout.

In addition, we modified a number of underlying assumptions due to changes in the macro and industrial environment. We now assume a lower UAH/USD rate, or a UAH/USD 5.10, instead of UAH/USD 5.25 on average in 2005, and UAH/USD 5.00, instead of UAH/USD 5.20 going forward. Also, we raised our projected average price for oil products in 2005 and subsequent years. We now assume that 2005 oil product prices will rise an average of 35% yoy, as opposed to 26% in the previous report.

Our DCF model in this report is based on the Scenario 1 model first introduced in our April 2005 report. Under Scenario 1, we assumed that the oil and gas extraction royalties raised by the government in 2005 will be lowered back to their 2004 level, starting from 2006. We believe this is the most likely case, as there are signs that the government will pursue a more liberal policy in the oil and gas industry in the near future. The revised DCF yields a 12-month fair value per share of USD 42.24 for UNAF.

However, determining UNAF's fair value is currently obscured by a number of uncertainties, the most important of which are:

- The state's decision on the creation of a Vertically Integrated Oil Company (VIOC), and whether the VIOC will be based on Ukrnafta.
- If Ukrnafta is chosen as the base for the national VIOC formation, will the company have to construct an additional 1,000 gas stations, as suggested by Prime Minister Yulia Tymoshenko.
- Whether the company will be able raise enough debt to accomplish the acquisition of 947 stations by 2008, after paying high dividends.
- Whether Naftogaz will allow Ukrnafta to purchase the 204 gas stations. Ukrnafta won tenders for the stations in 2005, but the prices were deemed to be above-the-market
- Whether UNAF's current oil and gas extraction royalties will remain in the future, or be lowered back to their 2004 levels after 2005.

Given the issues described above, we have refrained from raising our 12-month target price to USD 42.26, and retain our price of USD 35.7 per share. **BUY.** 



Financial statements are reported according to Ukrainian Accounting Standards

## Income Statement Summary, USD mIn

	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Net Revenues*	469	736	1,523.6	2,288	2,585	2,685	2,793	2,918	3,048	3,182	3,300	3,424
Change y-o-y	22%	57%	107%	50%	13%	4%	4%	4%	4%	4%	4%	4%
Cost Of Sales*	(117)	(226)	(756)	(1,304)	(1,562)	(1,676)	(1,760)	(1,844)	(1,936)	(2,050)	(2,156)	(2,256)
Gross Profit* Other Operating	352	510	768	984	1,023	1,009	1,033	1,075	1,111	1,132	1,144	1,168
Income/Expenses, net	(7)	(5)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)
SG&A	(26)	(46)	(76)	(114)	(129)	(134)	(140)	(146)	(152)	(159)	(165)	(171)
EBITDA*	319	459	689	866	891	872	890	926	956	970	976	994
EBITDA margin, %	68.1%	62.4%	45.2%	37.9%	34.5%	32.5%	31.9%	31.7%	31.4%	30.5%	29.6%	29.0%
Depreciation	(82)	(92)	(141)	(151)	(162)	(174)	(187)	(200)	(215)	(230)	(246)	(263)
EBIT*	238	367	548	716	728	697	704	725	741	740	730	731
EBIT margin, %	50.6%	49.9%	35.9%	31.3%	28.2%	26.0%	25.2%	24.9%	24.3%	23.2%	22.1%	21.3%
Interest Expense	(1)	(6)	(24)	(22)	(13)	(9)	(10)	(10)	(11)	(12)	(13)	(12)
Financial Income	11	10	-	-	-	-	-	-	-	-	-	-
Other income/(expense)*	(15)	(12)	-	-	-	-	-	-	-	-	-	-
РВТ	233	360	524	694	716	688	694	715	730	727	717	719
Тах	(67)	(107)	(157)	(208)	(215)	(206)	(208)	(215)	(219)	(218)	(215)	(216)
Effective tax rate	29%	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%
Net Income	167	253	367	486	501	481	486	501	511	509	502	503
Net Margin, %	35.6%	34.4%	24.1%	21.2%	19.4%	17.9%	17.4%	17.2%	16.8%	16.0%	15.2%	14.7%
Dividend Declared	19	253	147	121	125	193	194	200	255	255	251	251

	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Current Assets	238	422	684	1,018	1,137	1,208	1,285	1,372	1,432	1,495	1,551	1,609
Cash & Equivalents	4	24	31	. 46	. 52	. 54	. 56	. 58	. 61	. 64	. 66	. 68
Trade Receivables	81	137	218	343	388	430	475	525	549	573	594	616
Inventories	62	196	357	549	620	644	670	700	731	764	792	822
Other current assets	91	65	78	80	78	81	84	88	91	95	99	103
Non-Current Assets	938	1,123	1,676	1,807	2,054	2,280	2,498	2,721	2,950	3,182	3,409	3,631
PP&E, net	563	849	1,214	1,359	1,583	1,806	2,020	2,238	2,461	2,687	2,910	3,127
Other Non-Current Assets	375	274	462	448	471	474	477	483	489	495	499	504
Total Assets	1,175	1,545	2,360	2,825	3,191	3,488	3,783	4,093	4,382	4,677	4,960	5,240
Shareholders' Equity**	975	962	1,246	1,610	1,985	2,343	2,680	3,028	3,309	3,539	3,765	3,991
Share Capital	3	3	3	3	3	3	3	3	3	3	3	3
Reserves and Other**	973	959	1,243	1,607	1,982	2,341	2,677	3,025	3,306	3,536	3,762	3,989
Current Liabilities*	199	481	838	996	1,066	941	899	895	956	1,019	1,049	1,083
ST Interest Bearing Debt	-	-	43	25	28	27	28	29	30	32	33	34
Trade Payables	77	111	280	412	465	456	447	438	457	477	495	514
Accrued Wages	3	4	9	14	16	16	17	18	18	19	20	21
Accrued Taxes	22	22	47	69	78	81	84	88	91	95	99	103
Other Current Liabilities**	98	343	459	477	479	361	323	323	359	395	402	412
LT Liabilities	1	102	276	218	140	204	204	170	117	120	146	166
LT Interest Bearing Debt	-	101	265	196	114	177	176	141	87	88	113	131
Other LT	1	1	11	23	26	27	28	29	30	32	33	34
Total Liabilities & Equity	1,175	1,545	2,360	2,825	3,191	3,488	3,783	4,093	4,382	4,677	4,960	5,240

#### UAH/USD Exchange Rates

	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Average	5.33	5.32	5.10	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00
Year-end	5.33	5.31	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00

\*Lines for 2003 and 2004 were adjusted to exclude non-recurring items from sales and COGS. The net effect is included in Other Income / (expense) and reported above the line. \*\*Lines for 2003 and 2004 were adjusted to record USD 19 mln in dividends declared on Nov 5, 2004 and USD 266.5 mln in dividends

\*\*Lines for 2003 and 2004 were adjusted to record USD 19 mln in dividends declared on Nov 5, 2004 and USD 266.5 mln in dividends declared on Jun 20, 2005.



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## Cash Flow Statement Summary, USD mIn

	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Net Income	167	253	368	486	500	478	481	497	511	511	503	503
Depreciation	82	92	141	151	162	174	187	200	215	230	246	263
Non-operating and non-cash items	0	14	(20)	30	19	125	45	(5)	(43)	(28)	(0)	(2)
Less Changes in working capital	60	(187)	54	(143)	(48)	(192)	(118)	(90)	2	1	(24)	(23)
Operating Cash Flow	309	172	542	524	633	585	595	603	684	714	725	740
Capital Expenditures, net	(291)	(261)	(610)	(260)	(400)	(398)	(401)	(420)	(439)	(458)	(470)	(481)
Other Investments, net	(4)	(2)	2	-	-	-	-	-	-	-	-	-
Investing Cash Flow	(295)	(263)	(609)	(260)	(400)	(398)	(401)	(420)	(439)	(458)	(470)	(481)
Net Borrowings/(repayments)	(18)	101	197	(88)	(77)	61	0	(33)	(53)	3	26	20
Dividends Paid	-	-	(125)	(162)	(150)	(246)	(192)	(147)	(189)	(255)	(279)	(277)
Other	-	10										
Financing Cash Flow	(18)	110	72	(249)	(227)	(186)	(192)	(180)	(243)	(252)	(253)	(257)
Beginning Cash Balance	8	4	25	31	46	52	54	56	58	61	64	66
Ending Cash Balance	4	24	30	46	52	54	56	58	61	64	66	68
Net Cash Inflows/Outflows	(4)	20	6	15	6	2	2	3	3	3	2	2

#### Ratio Analysis and Per Share Data

	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Liquidity Ratios												
Current Ratio	1.19	0.88	0.82	1.02	1.07	1.28	1.43	1.53	1.50	1.47	1.48	1.49
Receivables Collection DOH (est.)	63	54	43	45	52	56	59	63	64	64	65	65
Inventories Processing DOH (est.)	113	147	113	114	124	125	123	122	121	120	118	117
Payment Period (est.)	239	152	94	97	102	100	94	88	84	83	82	82
Cash Conversion Cycle	(63)	50	61	62	73	80	89	97	101	101	100	100
<b>Operating Efficiency Ratios</b>												
Total Asset Turnover	0.40	0.54	0.78	0.88	0.86	0.80	0.77	0.74	0.72	0.70	0.68	0.67
Fixed Asset Turnover	0.50	0.71	1.09	1.31	1.34	1.24	1.17	1.12	1.07	1.04	1.00	0.97
<b>Operating Profitability Ratios</b>												
Operating Profit Margin	51%	50%	36%	31%	28%	26%	25%	25%	24%	23%	22%	21%
Net Margin	36%	34%	24%	21%	19%	18%	17%	17%	17%	16%	15%	15%
ROE	17%	26%	33%	34%	28%	22%	19%	17%	16%	15%	14%	13%
Financial Risk Ratios												
Debt-to-Equity Ratio	0.00	0.10	0.25	0.14	0.07	0.09	0.08	0.06	0.04	0.03	0.04	0.04
Total Debt-to-Assets Ratio	0.17	0.38	0.47	0.43	0.38	0.33	0.29	0.26	0.24	0.24	0.24	0.24
Interest Coverage	328.3	63.3	24.5	33.3	49.3	49.3	42.5	47.6	62.9	75.5	66.6	57.2
Du Pont Analysis												
Net Margin	35.6%	34.4%	24.1%	21.2%	19.3%	17.8%	17.2%	17.0%	16.8%	16.1%	15.2%	14.7%
Total Asset Turnover	0.40	0.54	0.78	0.88	0.86	0.80	0.77	0.74	0.72	0.70	0.68	0.67
Fin Leverage Multiplier												
$ROE = NM \times TAT \times FLM$	1.20	1.40	1.77	1.82	1.67	1.54	1.45	1.38	1.34	1.32	1.32	1.32
Per Share Data, USD												
EPS	3.078	4.670	6.779	8.960	9.212	8.817	8.868	9.167	9.417	9.420	9.279	9.271
DPS	0.347	4.670	2.711	2.240	2.303	2.204	2.660	2.750	4.238	5.181	5.103	5.099
BPS	17.983	17.740	22.972	29.692	36.601	43.214	49.421	55.838	61.017	65.256	69.432	73.604

Exchange Rates, UAH/USD												
	2003	2004	2005E	2006E	2007E	2008E	2009E	2010E	2011E	2012E	2013E	2014E
Average exchange rate	5.33	5.32	5.10	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00
Year-end exchange rate	5.33	5.31	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00



## Analyst Certification

I, Andriy Gostik, hereby certify that the views expressed in this research report accurately reflect my personal views about the subject securities and issuers. I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed in this research report.



Stock Price And	Target	Price	History,	USD	

Andriy Gostik		
Date	Target Price, USD	Closing Price, USD
20-Jan-03	7.28	4.43
17-Feb-03	7.36	4.32
07-May-03	8.13	4.23
03-Sep-03	8.34	4.05
05-Dec-03	10.70	5.87
19-May-04	22.65	13.23
06-Sep-04	Pending	5.93
03-Dec-04	32.00	15.17
11-Apr-05	35.70	27.75



Ukrnafta 2005 June

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