

Annual Financial Report December 31, 2012

### **ANNUAL FINANCIAL REPORT**

## FOR THE PERIOD

### 01/01/2012 - 31/12/2012

(according to regulations of Article 4 of L.3556/2007)

Societe Anonyme Registration Number 1343/06/B/86/35 General Commercial Reg. Number 264701000

2-4 Mesogeion Ave. Athens



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### A. Statement by the Members of the Board of Directors

### (in accordance with the article 4, par. 2 of Law 3556/2007)

Hereby, it is confirmed that to the best of our knowledge, the annual company and consolidated financial statements of "CORINTH PIPEWORKS SA", for year end 2012 (1/1/2012 - 31/12/2012), have been prepared in accordance with the International Financial Reporting Standards and provide a true and fair view of the assets, the liabilities, the own capital and the financial results of the company and the entities included in the consolidated financial statements, taken as a whole.

Furthermore, it is confirmed that to the best of our knowledge, the full year Board of Directors' report presents in a true way the progress, the performance and the net equity position of the Company as well as the companies included in the consolidation in total, with a description of the major risks and uncertainties they confront.

Moreover, the full year Board of Directors' report contains the Statement of Corporate Governance, providing information as stipulated in the paragraph 3d article 43a of Codified Law 2190/1920.

Athens, February 27, 2013

The Chairman of BoD	Vice Chairman of BoD	A member of the BoD
Konstantinos Bakouris	Meletios Fikioris	Ioannis Stavropoulos
Id.C. No : AB 649471	Id.C. No : M 326615	Id C. No: K 221209



### B. BOARD OF DIRECTORS REPORT of the Company "CORINTH PIPEWORKS S.A." on the consolidated and the Company Financial Statements for the period 1/1/2012-31/12/2012

### Dear Shareholders,

Pursuant to the provisions of Law 3556/2007, of Law 2190/1920, the decision 7/448/11.10.2007 of the Hellenic Capital Market Commission and the provisions of Law 3873/2010 we submit the Annual Consolidated Board of Directors Report of the company "CORINTH PIPEWORKS S.A." for the Consolidated and the Company Financial Statements of FY 2012.

### 1) Group Financial performance

Uncertainty and instability in the international markets endured throughout the FY 2012. Foreign markets remained the strategic choices of "CORINTH PIPEWORKS" and led Group to present toward improved and positive results.

Sales: Consolidated turnover amounted to EUR 234,7 million (2011: EUR 264,1 million), marking a 11,2% decrease. Sales of energy sector amounted to EUR 210,6 million (2011: EUR 240,9 million) or 12,6% decrease. On the other hand and despite the weakness of the European construction sector, sales of structurals amounted to EUR 24,1 million, that is 3,9% higher than 2011 (EUR 23,2 million).

Gross Profit: Consolidated gross profit increased by 6,7% approximately versus the previous year and stood at EUR 44,1 million (2011: EUR 41,4 million). Despite lower sales, the increase of margins for the above reasons resulted in gross margin of 18,8% versus 15,8% in FY 2011.

Administrative Expenses: They increased by 4,3%, (EUR 7,2 million versus EUR 6,9, million in FY 2011) mainly because of the amortization related to the new software upon which the company operates.

Selling Expenses: They amounted to EUR 24,5 million, marking a 8,9% decrease versus 2011. That is the result of lower direct selling costs (freight, fees to third parties etc.) due to lower sales.

Financial Expenses (net): They amounted to EUR 3,1 million versus EUR 3,0 million in FY 2011. This marginal increase is the result of high financial cost of borrowings, related to the financial situation of the financing institutions that operates in Greece.

Regarding the Russian energy market, we saw notable changes in the financial performance of Russian ZAO TMK-CPW, 49 % of which is held by HUMBEL Ltd.. Taking advantage of the vast Russian energy market, the said company generated earnings after tax of EUR 10,2 million (2011 EUR 5,6 million), marking an increase of 82,1% versus FY 2011.

Consolidated profit before tax amounted to EUR 11,8 million (EUR 6,8 million in FY 2011), that is a 73,5% increase. The consolidated after tax profits amounted to EUR 9,7 million, notably higher when compared to the consolidated loss after tax of EUR 5,6 million in FY 2011.

Constant efforts are made towards more efficient working capital management, contributing in a decrease of net borrowings. Specifically, net debt in 2012 amounted to EUR 22,4 million (2011: EUR 40,9 million). Own equity is amounting to EUR 164,7 million showing a important increase against FY 2011 (EUR 151,4 million).

During FY 2010 the Company proceeded to an impairment of receivables (\$ 24.864.102 or  $\notin$  18.627.586) being the result of delay in its collection. On 31/12/2012, the same amount is valuated at  $\notin$  18.860.731. Collection of the amount of  $\notin$  18.350.404, which the Company retained as collateral for aforementioned receivables, was not successful. While Company's judicial actions, both in Greece and other jurisdictions, for the collection of the aforementioned debt are ongoing and while no final judgments have been issued, the Company considers that for the moment there is no reason to revise the provisions amounting to  $\notin$  9.462.843 (2011:  $\notin$  9.641.291) that has formed in its financial statements. Management estimates that potential loss will not exceed the impaired amount.



During FY 2010, the company discounted the non impaired portion of the receivable with a rate of 1,58% for 15 months.

In order to ensure its rights, according to the decision taken by the First Instance Court of Athens during the procedures related to provisional and protective measures, the company imposed a prudent attachment on the property of third party involved in the mentioned case.

The following table illustrates the evolution of the key financial ratios:

	31/12/2012	31/12/2011
General Liquidity	1,94	1,33
Equity/Total Assets	64%	50%
EBITDA/Sales	9,1%	6,8%
Earnings per share	0,0779	0,0453

EBITDA = Profit before taxes, financing & investing results and depreciation

### 2. Risks and uncertainties

Due to the nature of its activities, the Group is exposed to a series of risks: financial and business ones. As far as it concerns the financial risks (a detailed analysis can be found in notes section), the most important of which are the foreign exchange risk, the interest rate risk, the credit and liquidity risk, as well as the capital risk, several guidelines have been issued, based on which, the Financial Dept manages them. More specifically:

### i) Foreign exchange risk

The Group operates internationally (82,8% of the sales are to abroad, while all raw materials are imported) and is exposed to foreign exchange risk arising from various currencies, but mainly from the US dollar. The Group follows a full hedging policy, either with natural hedging (purchase of resources priced in the sale currency) or with FX forwards or with both.

### (ii) Interest rate risk

The Group's interest rate risk arises from borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. During 2012 and 2011, the Group's borrowings at variable rate (euribor + spread), were denominated in euro.

### iii) Credit risk

Credit risk arises from deposits, derivative financial instruments (banks and financial institutions credit risk), as well as credit, granted to customers (customer credit risk). Taking measures to face the Greek financial crisis, the Group is banking with some of the largest and healthiest financial institutions of the Greek market as well as some major foreign financing groups, whose credit rating is at least CCC (Fitch) for the domestic financial institutions and A (Fitch) for the foreign ones.

The Group has adopted strict procedures for credit control and management of political risk, reviewing data like financial statements, payments' record, possible counter guarantees they can provide etc. A considerable part of sales is against LCs or down payments. When this is not possible, the company uses credit insurance, factoring and when required political risk insurance.

### (iv) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the ability of funding each project that the Group undertakes through an adequate amount of committed credit facilities. Because of the different cash flow cycle of each project, the Treasury Dept. analyzes the needs and whenever it is necessary, uses the committed credit lines with banks and other financial institutions. It is noted that on 31/12/2012 the Group had EUR 27,5 million in cash.



### v) Capital risk

The said risk is related to the possibility of operations' interruption, in such a way that the Group will not be able to yield satisfactory returns to its shareholders and other stakeholders. The Group is always trying to achieve the best mix of funds, in order to minimize its cost of capital. Therefore, in the prevailing conditions of increased uncertainty, the target gearing ratio ranges from 40%.

### vi) Business risks

Regarding business risks, the Group operates in the international energy markets, which makes it more vulnerable to the prevailing competition. Possible decrease on capital expenditures undertaken by major energy companies and the protectionism of local companies are likely to hinder the competitive position of CORINTH PIPEWORKS. Furthermore, the fact that many core markets, as well as the cost structure of some major competitors are dollar based, in conjunction with a potential euro appreciation, ceteris paribus, dictates a more aggressive pricing policy, that may lead to squeezed profit margins.

Sales in the energy sector are on a project basis, where both selling prices and cost of raw materials are fixed throughout the execution period. However, the market of structurals is often subject to major fluctuations of prices and materials cost.

The Group's activities in the vast Russian energy market and its neighbouring countries, through its participation in ZAO TMK-CPW, beyond the obvious advantages, expose the Group to the economic conditions shaping these countries. Given Russia's dependency on the international commodity prices and especially on energy prices, potential return to the levels of 2009 will certainly have an impact on ZAO TMK-CPW's sales turnover and profitability.

Furthermore, freight, which is a major cost item for the Group, has been extremely volatile in the last few years. Even though the Group may conclude contracts on a project basis, for a big part of its transportation requirements, in cases when this is not possible, chartering is on the spot market, that in turn may affect projects' profitability.

### **<u>3. Prospects – Estimations</u>**

Groups' Management is focused continues steadily towards its strategic planning, expanding its activities in abroad markets in which it operates but also in new developing markets. The Group also look toward a wider spectrum of its offered products, comforting its place in the international market as one of the most reliable pipe manufacturers in the world. With its strong capital structure, the Group "CORINTH PIPEWORKS" is expecting a reinforcement of its activities, taking advantage of the opportunities existing the growing abroad markets and increased investments in energy projects and infrastructure.

### 4. Transactions with related parties (IFRS 24)

SIDENOR SA owns 78,55% of CORINTH PIPEWORKS SA shares, while the remaining 21,45% is free float. The ultimate shareholder of the Group is VIOHALCO SA.

In the following tables, are illustrated the important intra-company sales and other transactions with related parties (according to IAS 24), during the full year 2012. The related parties are members of VIOHALCO Group:

Sale of goods to	<u>31/12/2012</u>	<u>31/12/2011</u>
ANAMET SA	2.958.354,36	4.386.449,34
METAL AGENCIES LTD	668.396,40	789.590,09
PROSAL TUBES SA	68.203,65	93.966,25
SIDMA BULGARIA SA	90.387,64	7.934,25
TEPROMETAL AG	1.833.049,21	1.751.377,82
ELVAL SA	12.262,64	0,00
SIDENOR SA	1.455.054,89	401.988,04
SOVEL SA	528,44	440,00



HALKOR SA	1.893,85	44.514,24
Sale of services to	31/12/2012	31/12/2011
METAL AGENCIES LTD	<u>31/12/2012</u> 1.152,50	<u>0,00 0,00 0,00 0,00 0,00 0,00 0,00 0,0</u>
SOVEL SA	90,10	0,00
BOZETTI LTD	139.420,09	127.426,96
STEELMET (CY) LTD	8.000,00	6.000,00
TEPROMETAL AG	49.263,15	5.691,12
DIAVIPETHIV SA	359.125,02	397.991,89
ELVAL SA	98.448,85	0,00
HELLENIC CABLES SA	50.913,88	42.780,58
ETEM SA	0,00	1.500,00
METALOURGIA KORINTH SA	0,00	32.814,22
PRAKSIS SA	5.310,18	3.998,00
SIDENOR SA	159.893,83	149.918,71
HALKOR SA	31.228,41	0,00
BET SA		
SOFIA MED SA	13.813,33	0,00 250,78
SOFIA MED SA	0,00	250,76
Sales of fixed assets to	31/12/2012	31/12/2011
BET AE	157,40	0,00
SIDENOR SA	469,87	0,00
SOVEL SA	9,90	0,00
	-,	-,
Purchase of goods from	<u>31/12/2012</u>	<u>31/12/2011</u>
FITCO SA	166.138,89	0,00
LESCO LTD	295.086,47	250.965,13
SOFIA MED SA	695.310,42	440.495,57
ELVAL SA	236.518,71	0,00
HELLENIC CABLES SA	4.878,76	6.894,26
ERLIKON	5.020,24	4.238,28
ETIL SA	3.618,00	10.798,60
SIDENOR SA	2.197.475,38	6.918.155,54
SIDMA SA	29.900,26	28.536,45
TEKA SYSTEMS	0,00	565,00
HALKOR SA	0,00	126.393,62
Purchase of services from	<u>31/12/2012</u>	<u>31/12/2011</u>
GENECOS SA	19.558,65	1.714,54
METAL AGENCIES LTD	45.497,14	2.537,45
TEKA SYSTEMS	114.100,00	404,24
NOVAL SA	201.728,40	201.728,40
SANITAS SA	0,00	534,14
TEPROMETAL AG	172.573,07	164.524,94
AEIFOROS SA	3.356,07	2.740,57
ANTIMET SA	0,00	257,94
BET SA	84.355,97	0,00
VIEXAL SA	432.220,66	251.170,19
DIAVIPETHIV SA	710.486,96	811.734,12
ELKEME SA	50.000,00	50.000,00
HELLENIC CABLES SA	7.944,97	7.904,70
ERGOSTIL SA	0,00	499,20
ETEM SA	9.431,34	0,00
PANELCO SA	484,70	0,00



ETIL SA	0,00	2.142,25
PRAXIS SA	34.821,23	50.096,48
SIDENOR SA	323.505,90	206.352,22
SIDMA SA	51.797,95	135.125,28
STILMET SA	412.174,40	414.232,89
Purchase of fixed assets from	31/12/2012	31/12/2011
TEKA SYSTEMS	193.646,58	550.335,39
VIEXAL SA	0,00	5.810,64
BET SA	36.440,00	0,00
HELLENIC CABLES SA	20.144,53	10.437,76
METALOURGIA KORINTH SA	0,00	1.500,00
ERGOSTIL SA	0,00	660,00
PANELCO SA	4.493,10	0,00
SIDENOR SA	1.100,00	6.056,21
SIDMA SA	20.406,95	4.634,77
	20.400,33	4.004,77
Receivables from related parties	<u>31/12/2012</u>	<u>31/12/2011</u>
ANAMET SA	2.964.262,70	455.908,34
ANTIMET SA	58.155,76	58.155,76
PROSAL TUBES SA	34.339,22	7.829,15
SIDMA BULGARIA SA	18.989,37	7.934,25
BOZETTI LTD	139.420,09	127.426,96
BET SA	16.990,39	0,00
METAL AGENCIES LTD	477.749,19	214.293,39
NOVAL SA	494.242,16	699.601,68
STEELMET (CY) LTD	12.831,71	10.551,71
TEPROMETAL AG	683.561,86	643.187,16
DIAVIPETHIV SA	3.616.173,67	3.616.173,67
ELVAL SA	2.944,96	0,00
HELLENIC CABLES SA	28.319,50	34.170,12
METALOURGIA KORINTH SA	107.105,56	204.685,81
PRAKSIS SA	3.675,95	4.917,54
SIDENOR SA	3.586.964,84	0,00
SIDMA SA	203.813,53	376.916,69
SOVEL SA	772,98	541,20
HALKOR SA	5.602,97	0,00
Payables to related parties	<u>31/12/2012</u>	<u>31/12/2011</u>
ANTIMET SA	0,00	1.744,68
FITCO SA	166.138,89	0,00
GENECOS SA	2.175,54	1.363,91
LESCO LTD	58.958,58	118.835,35
METAL AGENCIES LTD	44.066,34	62.070,66
PANELCO SA	5.526,51	0,00
SOFIA MED SA	306.309,89	387.530,08
TEKA SYSTEMS	39.888,90	270.464,53
TEPROMETAL AG	49.415,11	77.502,69
AEIFOROS SA	1.072,15	1.499,40
BET SA	148.579,05	0,00
VIEXAL SA	21.840,89	18.267,55
DIAVIPETHIV SA	610.345,07	551.319,74
ELVAL SA	89.503,14	0,00
ELKEME	5.535,00	11.070,00



HELLENIC CABLES SA	16.551,77	28.351,10
ERGOSTIL SA	0,00	599,04
ERLIKON SA	2.118,83	2.018,16
ETIL SA	0,00	2.255,82
PRAXIS SA	3.234,26	4.740,27
SIDENOR SA	273.651,23	138.841,03
SIDMA SA	35.649,73	83.911,07
HALKOR SA	0,00	126.393,62
STILMET SA	98.943,14	159.537,79

Finally, the remuneration to the members of the Board and the Management of the company, as well as the receivables and the payables from and to them, are illustrated below:

	<u>31/12/2012</u>	<u>31/12/2011</u>
Remuneration to the BoD and Management	753.296,00	722.715,00
Employment termination fees	0,00	40.000,00

### 5. Facilities and branches

The privately owned facilities of the plant are located in the industrial zone of Thisvi Viotia, on a total surface of 496.790 sq.m.

The Company has the following branches:

Warehouse and branch in Thisvi plant.

Headquarters in Athens.

Branch in the United Arab Emirates to support sales in the Persian Gulf market.

Furthermore, the Group, besides Greece, has operations in the U.S., Cyprus and Poland, through its subsidiaries, and participates at 49% in the share capital of ZAO TMK-CPW seated in Russia.

### 6. Major events following 31/12/2012

There are no post balance sheet events that are likely to affect the financial statements of the Group and the parent company.



### EXPLANATORY REPORT OF THE BOARD OF DIRECTORS

### (according to article 4 of L. 3556/2007)

### a) Share Capital Structure

The Company's share capital (premium value excepted) amounts to EUR 96.852.756,78 divided into 124.170.201 ordinary registered shares with a nominal value of EUR 0,78 per share. All shares are listed for trading on the Athens Exchange, in the Small and Mid Cap Categories. The company's shares are intangible, nominal and with a right to vote.

According to the Company's Articles of Incorporation, the rights and obligations of shareholders are as follows:

- Right to dividends from the Company's annual profits. The dividend of each share is paid to shareholders following approval of the financial statements by the General Meeting in accordance with the provisions of the respective resolution of the Board of Directors. Individuals who do not receive dividends on time are not entitled to interest. The right to collect dividends is forfeited after the lapse of (5) years from the end of the year, during which it was due.
- Pre-emptive right to every Company share capital increase and the acquisition of new shares.
- Right to participate in the General Shareholder Meeting.
- The capacity of shareholder automatically entails the acceptance of the Company's Articles of Association and the decisions of its bodies, which are consistent to the provisions of the said Articles and the Law.
- The Company's shares cannot be divided and the Company acknowledges only one owner per share. All joint shareholders, as well as those who have usufruct or bare ownership of shares, are represented in the General Meeting by only one person appointed by them upon agreement. In case of disagreement, the share of the aforementioned parties is not represented.
- The shareholders are not liable beyond the nominal capital of each share.

### b) Restrictions in the Transfer of Company Shares

The transfer of Company shares is carried out in accordance with the provisions of Law, and the Articles of Incorporation do not stipulate any restrictions as to their transfer.

### c) Significant Direct or Indirect Participations Pursuant to Law 3556/2007

The significant participations (over 5%) as of 31-12-2012 were as follows:

SIDENOR SA 78,55% of voting rights

### d) Shares that offer Special Control Rights

There are no issued shares of the Company that offer special control rights.

### e) Restrictions in voting rights

No voting right restrictions, arising from its shares, are stipulated by the Company's Articles of Association. The rules of the Company's Articles of Association regulating voting issues are given under Article 24.

### f) Agreements between Company Shareholders

To the Company's knowledge, there are no such agreements.



# g) Rules of appointment and replacement of the Members of the Board of Directors and amendment of the Company's Articles of Association.

The rules provided by the Company's Articles of Association regarding, both the appointment and replacement of members of the Board of Directors, as well as the amendment of its provisions, are not differentiated from the statutory provisions of Codified Law 2190/1920.

### h) Jurisdiction of the Board of Directors for the Issuance of New or the Purchase of Own Shares

- Pursuant to the provisions of Article 13, paragraph 1, sections b and c of Codified Law 2190/1920, the Company's Articles of Association stipulate that only the General Shareholder Meeting has the authority to increase the Company's share capital by issuing new shares, following a resolution taken by a majority vote of at least 2/3 of the votes represented in the meeting.
- The Board of Directors may purchase own shares within the framework of a General Meeting resolution pursuant to Article 16, paragraphs 5 to 13 of Codified Law 2190/20.
- Pursuant to the provisions Article 13, paragraph 9, of Codified Law 2190/1920 and following a relevant resolution by the General Meeting to introduce a share offering plan for company BoD members and personnel, in the form of a Stock Option Plan, the Board of Directors may issue shares for beneficiaries, increasing share capital accordingly and confirming the relevant increase. Such a stock option rights plan has not been approved by the Company's General Shareholder Meeting.

# i) Significant Agreements that Become Valid, Are Amended or Terminated in the Event of Change of Control

Bond loans issued by the Company and undertaken in their entirety by banks, with a total balance of EUR 16.000.000 as of 31 December 2012, include a clause in their terms for the event of change of control, which, if enacted, gives bondholders the right to terminate the loan before maturity.

To the Company's knowledge, there are no other agreements that become effective, are amended or terminated in the event of change of Company control.

### j) Agreements with Members of the Board of Directors or Company Personnel.

To the company's knowledge, there are no agreements between the Company and members of the Board of Directors or its personnel, which provide for the payment of compensation, especially in the event of resignation or termination of employment without reasonable grounds or termination of term or employment due to a takeover bid.

Athens, February 27, 2013

The Chairman of the Board of Directors

Konstantinos Bakouris



### C. Statement of Corporate Governance

The present statement has been drafted in accordance with the provisions of Law 3873/2010

In particular, in regard to the provisions of article 2 of Law 3873/2010, we note the following:

### 1. Code of Corporate Governance

The Company implements Corporate Governance practices in the management and its operations, as they have been defined under the current legislative framework, as well as in the Code of Corporate Governance recently published by SEV (Hellenic Federation of Enterprises) (hereinafter the "Code"), which is available at:

http://www.sev.org.gr/Uploads/pdf/KED\_SEV\_InternetVersion\_updatednew2132011.pdf

Drafting the Board of Directors' Annual Report, the Company reviewed the Code. Based on this review, the Company concluded that, overall, it complies with the specific practices applicable to listed companies, which are cited and described in the SEV Code of Corporate Governance, with the exception of the following practices, for which the following explanations are given:

- Section A.II .2.1. Board of Directors consists of 6 members.
- Section A.III .3.3 Role and mandatory capacities of the Chairperson of the BoD. The Deputy Chairperson of the current Board of Directors does not have the capacity of independent non-executive member, despite the fact that the Chairperson is an executive member. Given the present conjuncture, the status of independent member for the Deputy Chairperson was not deemed necessary since it would not provide any improvement in the company's operations.
- Section A.V .5.5. Screening prospective candidates for membership of the Board of Directors. No committee for screening prospective candidates had been set up until the drafting of the present Statement. It is considered that given the present conjuncture this would not improve the performance of the company.
- Section A.VII. 7.1.-7.3. Evaluation of the Board of Directors and its Committees. The Company had not chosen a specific collective procedure for evaluating the effectiveness of the Board of Directors and its Committees until the drafting of the present Statement.
- Section C.I.1.6. Amount and structure of remuneration. No remuneration committee had been set up until the drafting of the present Statement. This matter will be re-considered shortly.

The Company does not implement corporate governance practices beyond the specific practices of the SEV Code of Corporate Governance and the provisions of relevant legislation.

# 2. The main characteristics of the Internal Audit and Risk Management Systems in relation to the Procedure followed in Drafting the Financial Statements and financial reports.

### i) Description of the main characteristics and information included in the Internal Audit and Risk Management Systems, in relation to the procedure followed in drafting financial statements

The Company's Internal Audit System contains audit procedures of Company's operations, its compliance with the requirements of supervisory authorities, risk management and financial reporting.

Internal Audit Department verifies the proper implementation of every procedure and internal audit system, regardless if it is accounting related or not and assess the Company through reviews of its operations, acting as a company unit reporting to the Management.

The Internal Audit System aims at, among others, ensuring the comprehensiveness and reliability of the data and information required for the evaluation of the Company's financial situation, in an accurate and timely manner, as well as the production of reliable financial statements.

In regard to the procedure followed in drafting the financial statements, the Company states that the financial reporting system of 'CORINTH PIPEWORKS PIPE INDUSTRY AND REAL ESTATE S.A.' makes use of an accounting system that is adequate for the purposes of reporting, both to Management as well as to external users. Financial statements, as well as other analysis reports addressed to management on a quarterly basis, are drawn up at company and consolidated level in accordance with International Financial Reporting Standards, as they have been adopted by the European Union, for the purposes of reporting to management as well as of publication, in accordance with effective regulations and on a quarterly basis. Both administrative reporting, as well as financial reporting intended for publication, include all required information foreseen under an up-to-date internal audit system, which encompasses breakdowns of sales, costs/expenses, operating profits, as well as other data and indexes. All reports to management include the data of the current fiscal period, which are cross-checked against respective entries in the budget approved by the Board of Directors, as well as against data of the corresponding period of the financial year preceding the year of the report.

All published interim and annual financial statements include all the necessary amounts and disclosures relating to the financial statements, in accordance with International Financial Reporting Standards, as they have been adopted by the European Union. They are reviewed by the Audit Committee and approved in their entirety by the Board of Directors, respectively.

Control procedures are in place regarding: (a) identification and evaluation of risks in relation to the reliability of financial statements; (b) administrative planning and follow-up in relation to financial data, (c) prevention and detection of fraud; (d) tasks/duties of executives; (e) the procedure followed for closing a fiscal year, including consolidation (such as recorded procedures, access authorisations, approvals, consistencies etc.) and (f) safeguarding the data in computerised systems.

The preparation of internal memos to Management and of reports, required under Codified Law 2190/1920 and supervisory authorities, is performed by the Financial Department, which is staffed with competent and experienced personnel entrusted with this task. Management ensures that these employees are properly informed of any changes in accounting and tax issues that may affect the Company and the Group.

The Company has established separate procedures for the collection of necessary audit evidence from its subsidiaries. Moreover, it ensures consistency throughout all its transactions and the application of the same accounting principles by the above companies.

### ii) Annual evaluation of corporate strategy, primary business risks and Internal Audit Systems

The Company's Board of Directors declares that it has examined the main business risks on which the Company is exposed, as well as its Internal Audit Systems. The Board of Directors re-evaluates the corporate strategy, primary business risks and Internal Audit Systems on an annual basis, including the scope of activities as well as the efficiency of Internal Audit Department.

# iii) Provision of non-auditing services to the Company by its lawful auditors and assessment of the impact this may exert on the objectivity and effectiveness of the mandatory audit, examined in conjunction with the provisions of Law 3693/2008

The Company's lawful auditors for financial year 2012, 'PricewaterhouseCoopers Audit S.A. Company', which was elected by the Ordinary General Shareholders' Meeting of the Company held on 28 June 2012, do not provide and have not provided non-audit services to the Company and its subsidiaries, further to the stipulations of applicable legislation.

### **3.** Public Acquisition Offers - Information

- There are neither binding acquisition offers and/or regulations calling for mandatory transfer and mandatory purchase of shares of the Company, nor provisions in the Articles of Association in regard to acquisitions.



- There have been no public offers by third parties for the acquisition of the share capital of the Company during the preceding and current financial year.
- In the event that the Company participates in such a procedure, it will be executed in compliance with the relevant legislation.

### 4. General Shareholders' Meeting and rights of shareholders

The General Meeting is convened and operates in accordance with the provisions of the Articles of Association and the relevant provisions of Codified Law 2190/1920, as amended and currently in force. The Company complies with its reporting obligations, abiding by the provisions of Law 3884/2010 and, in general, takes all necessary measures in view of ensuring the timely and comprehensive briefing of shareholders regarding the exercise of their rights. The latter is ensured by publishing the invitations to General Meetings and posting them on the Company's website. The text of these invitations includes a detailed description of shareholders' rights and the manner of the exercise thereof.

# 5. Composition and operation of the Board of Directors, Supervisory Bodies and Committees of the Company

### **Duties and responsibilities of the Board of Directors**

The Company's Board of Directors is responsible for the long-term strategy and business goals of the Company and, in general, has control and decision-making powers in the framework of the provisions of Codified Law 2190/1920 and of the Articles of Association as well as compliance with the principles of corporate governance.

The Board of Directors meets as frequently as it is required in order to perform effectively its duties.

The duties and responsibilities of the Board of Directors are summarized below:

- Supervision and monitoring of the Company's operations, as well as control of company goals and long-term plans achievement
- Formulating and defining the primary principles and targets of the Company
- Ensuring streamlining of the adopted strategy with the Company goals
- The Board of Directors ensures that there are no cases of conflict of interest and examines any cases of non-compliance with the Company's confidentiality policy
- Ensuring the credibility and approval of the Company's Financial Statements prior to their final approval by the Ordinary General Meeting
- Ensuring the proper day-to-day operations of the Company, through a system of special authorisations, while execution of its other duties is implemented through special decisions
- The Secretary of the Board of Directors has the main responsibility of supporting the Chairman and the overall operation of the body

The current Board of Directors of the Company consists of 6 members (6-member Board), of which:

- 2 are executive members (Chairperson & Member)
- 2 are non-executive members (Vice Chairperson and other Members)
- 2 are independent, non-executive members (Remaining members)

The current Board of Directors of 'CORINTH PIPEWORKS PIPE INDUSTRY AND REAL ESTATE S.A.', has the following members:



- Konstantinos Bakouris, Chairman, Executive Member
- Meletis Fikioris, Vice-Chairman, Non-Executive Member
- Ioanis Stavropoulos Executive Member
- Adamandios Vassilakis, Non-Executive Member
- Nikolaos Galetas, Independent, Independent, Non-Executive Member
- Andreas Kyriazis, Independent, Independent, Non-Executive Member

Board members are elected for an one-year term by the General Shareholders' Meeting. The current Board of Directors of the Company was elected by the Ordinary General Shareholders' Meeting of 28 June 2012, and its tenure expires within first half of 2013.

The Board of Directors met 39 times within 2012, and its sessions were attended by all its members in person.

Resumes of the members of the Board of Directors are provided below

### • Costas Bakouris, Chairman of the Board of Directors

Mr. Costas Bakouris is Chairman of the Board of Corinth Pipeworks since 2005, and member of Board of Directors of ELVAL and HALCOR. He started his career at ESSO PAPPAS. Two years later, he became Financial Director at UNION CARBIDE in Athens and six years later General Manager of the company. In 1985 he became Europe Vice President of the company's consumables, while in 1986 he was elected President of RALSTON PURINA, Europe.

In 1998, he came back to Greece as Managing Director of the Organization Committee for the "Athens 2004" Olympic Games. From 2001 to 2002 he was Chairman to the Board of the Hellenic Center for Investments. From 2004 until 2008 he served as chairman of the Board of Directors of NET MED NV, parent company of cable television provider NOVA.

He is chairman of the Transparency International – Greece and chairman of the board of the Greek – Russian Business Council. He holds an MBA degree from De PAUL University in Chicago, Illinois.

### • Meletis Fikioris, Vice Chairman, Non Executive Member

Mr. Meletis Fikioris is Corinth Pipeworks' Vice Chairman, since January 2005. He is a lawyer since 1973 and legal advisor in a number of companies, participating in their board of directors.

### Adamantios Vasilakis, Non Executive Member

Mr Adamantios Vasilakis is a graduate of Political and Diplomatic Studies of the Brussels Free University, as well as of the Chios Commercial School. He speaks English and French. In his long career in the diplomatic corps he served in many countries (among which Yugoslavia, former USSR and the US, as well at high ranking positions in the Ministry of Foreign Affairs. In 2002, he assumes as Permanent Representative of Greece at United Nations, while in the same year is appointed chief negotiator in the talks for "FYROM name issue". In 2005-2006, he represents Greece, to the UN Security Council, in New York. In the framework of the Security Council, he participated in missions to Central Africa (Congo, Burundi, Rwanda, Uganda, Tanzania), Sudan and Afghanistan. He was also President of Security Council' sanction committees to Ivory Coat and Sudan, as well as to Special Committee for sanctions implementation of the same UN Body. In 2007, he was appointed National Representative of Greece in the negotiations, under UN' s auspices to find a permanent name for FYROM. He has received the Big Cross of Phoenix Decree.



### • Ioannis Stavropoulos, Executive Member

Mr. Ioannis Stavropoulos is a graduate of Piraeus University and he has held various executive positions within Viohalco Group of Companies since 1972. He assumed the position of Financial Director in Vitruvit SA (1978) and the position of General Manager in Hellenic Cables of Messologi SA (1989), KEM SA (1998) and in SIDENOR SA(1999). He is an Executive Director of the Hellenic Cables SA and a member of the board of directors of many companies of Viohalco Group.

### • Nikolaos Galetas, Non executive and Independent Member

Mr. Nikolaos Galetas is an independent member of the BoD of Corinth Pipeworks. He is a graduate of the School of Theology at the Athens University, has also studied at the Technische Hochschule Wien and is a licensed engineer from the School of Electrical Engineering at the National Technical University of Athens (NTUA). During his lifelong career Mr. Galetas has assumed several managerial positions in ETBA (Hellenic Bank of Industrial Development) in EPA (Planning & Development Company) in ETEBA (National Bank of Industrial Development) where he also served as Managing Director. Mr. Galetas also served as member of the Board of Directors in several companies and organizations including EFG EUROBANK PROPERTIES SA, ERT SA - Hellenic Broadcasting Corporation – (vice chairman) as well as several of ETEBA's subsidiaries where he served as chairman of the Board during his long career with the Group ETEBA. Moreover, during the period 1990-92, he offered consulting services to the Ministers of Internal Affairs, Agriculture and Coordination.

### • Andreas Kiriazis, Non executive and Independent Member

Mr. Andreas Kyriazis has served on our Board since 2005. Mr. Kyriazis is a graduate of the Chemistry, Physics & Mathematics Faculty of Athens University. He has served as Chairman of the Central Union of Greek Chambers, the Union of Balkan Chambers, the Athens Chamber of Commerce and Industry, the Hellenic Productivity Centre, the Greek Society for Business Administration, and the Wood Processing Association and; as Vice-Chairman of the Association of European Chambers of Commerce and Industry; and as General Secretary of the Association of Greek Chemists.

### Audit Committee

### i) Description of the composition, operation, duties, responsibilities and description of topics discussed at Committee's meetings

The Audit Committee, which is elected and operates in accordance with the Law 3693/2008 (no. 37), consists of three non-executive members of the Board of Directors, of which one is independent and has the primary duty, in the framework of the obligations described in the above Law, of providing support to the Company's Board of Directors in regard to the fulfilment of the latter's mandate pertaining to ensuring the effectiveness of accounting and financial systems, audit mechanisms, management systems for business risks, ensuring compliance with the legislative and regulatory framework and the effective application of the principles of Corporate Governance.

Specifically, the Audit Committee is entrusted with the following responsibilities:

- Assess the effectiveness of all levels of the Management hierarchy, in relation to the latter's safeguarding of the resources under their management and their compliance with the established policy and procedures of the Company
- Evaluate procedures and amounts for their adequacy, in regard to the achievement of goals, as well as appraise the policy and programme cited in the activity undergoing evaluation
- Periodically audit the various operations of the different divisions or departments, in such a manner to ensure that their diverse activities are conducted smoothly, comply with Management instructions, Company policy and procedures, and that they are aligned with Company objectives and Management best practices
- Examine internal audit reports and, in particular



- Assess their adequacy, in regard to the extent of information therein provided
- Verify the accuracy of the reports
- Examine the adequacy of audit evidence in regard to the results of the audit

The Audit Committee receives the following reports pertaining to audit procedures

- Extraordinary
- Quarterly financial audit reports
- Annual regular audit reports
- Corporate Governance reports

The Audit Committee examines and ensures the independence of External Auditors of the Company; it is notified of their findings as well as of the findings of the Audit Reports on the annual or interim Financial Statements of the Company. At the same time, it recommends corrective actions and measures, in view of addressing any findings or flaws in the Financial Reporting or other significant operations of the Company.

In accordance with its Internal Regulation, the Audit Committee consists of two independent, non-executive members of the Board of Directors and one non-executive member, who have the necessary knowledge and experience to fulfill Committee's tasks.

The current composition of the Audit Committee is the following:

Members: Meletios Fikioris – Vice-Chairperson, Non-Executive Board Member.

Nikolaos Galetas - Independent, Non-Executive Board Member.

Andreas Kyriazis - Independent, Non-Executive Board Member.

### ii) Number of meetings of the Committee and frequency of attendance of each member at meetings

The Audit Committee convened four (4) times within 2012, achieving full quorum, but was not attended by the regular auditors as stipulated in the Code.

### iii) Assessment of the Committee's effectiveness and performance

Till the date of drafting the present Statement, no specific procedures had been established for assessing the effectiveness of the Audit Committee of the Board of Directors. The Management of the Company will establish such procedures in the future.



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### Statement of financial position

Amounts in Euros		CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
	Note	31/12/2012 31/12/2011		31/12/2012	31/12/2011	
ASSETS						
Non-Current assets						
Tangible fixed assets	6	103.774.215	113.723.782	103.735.194	113.694.704	
Intangible assets	7	-	800	-	800	
Investments in associates	9	18.779.478	14.369.590	1.073.950	1.073.950	
Investments in subsidiary companies	8	-	-	11.345.179	11.345.179	
Deferred Tax Asset	19	73.388	34.758	-	-	
Trade and other receivables	12	5.268.652	5.150.543	5.268.652	5.150.543	
		127.895.733	133.279.473	121.422.975	131.265.176	
Current Assets						
Inventories	11	47.442.623	63.672.884	47.258.124	63.157.957	
Trade and other receivables	12	54.282.484	64.542.962	52.439.560	56.668.766	
Income tax		-	74.471	-	-	
Derivative financial instruments	13	134.597	165.970	134.597	165.970	
Financial assets at fair value through profit and loss	14	7.337	7.337	7.337	7.337	
Other short-term financing assets	36	-	14.915.976	-	14.915.976	
Cash & Cash equivalent	15	27.505.880	23.334.335	22.871.079	16.825.856	
		129.372.921	166.713.935	122.710.697	151.741.862	
Total Assets		257.268.654	299.993.408	244.133.672	283.007.038	
EQUITY						
Equity attributable to shareholders of the company						
Share capital	16	96.852.757	96.852.757	96.852.757	96.852.757	
Reserve from issuance of shares above par	16	27.427.850	27.427.850	27.427.850	27.427.850	
Foreign exchange difference from consolidation of subsidiaries	17	-2.087.028	-2.438.166	-	-	
Other reserves	17	16.625.882	11.067.400	16.625.882	11.067.400	
Profits carried forward		25.908.210	18.472.394	12.771.969	11.545.225	
Total equity		164.727.671	151.382.235	153.678.458	146.893.232	
LIABILITIES						
Long-term liabilities						
Loans	18	12.000.000	9.000.000	12.000.000	9.000.000	
Deferred tax liabilities	19	11.701.352	11.657.893	11.980.577	11.995.501	
Liabilities for remuneration to retired personnel	20	1.068.475	1.177.699	1.068.475	1.177.699	
Provisions	21	986.555	1.000.000	986.555	1.000.000	
		25.756.382	22.835.592	26.035.607	23.173.200	
Short-term liabilities						
Suppliers and other liabilities	22	27.348.648	64.631.229	25.199.050	51.796.254	
Income tax		1.272.082	853.258	1.056.686	853.258	
Loans	18	26.250.000	55.244.789	26.250.000	55.244.789	
Derivative financial instruments	13	109.343	4.361.683	109.343	4.361.683	
Other short-term financing liabilities	37	11.660.906	-	11.660.906	-	
Provisions	21	143.622	684.622	143.622	684.622	
		66.784.601	125.775.581	64.419.607	112.940.606	
Total liabilities		92.540.983	148.611.173	90.455.214	136.113.806	
Total equity and liabilities		257.268.654	299.993.408	244.133.672	283.007.038	



### Statement of comprehensive income

		CONSOLIDA	TED FIGURES	COMPANY	FIGURES
Amounts in Euros	Note	12 months until	12 months until	12 months until	12 months until
Salaa	5	31/12/2012 234.666.474	31/12/2011 264.143.644	<u>31/12/2012</u> 211.991.727	31/12/2011 250.410.046
Sales Cost of sales	23	-190.530.028	-222.783.954	-172.886.549	-210.752.643
	23	44.136.446	-222.763.954 <b>41.359.690</b>	<u>-172.000.049</u> 39.105.178	-210.752.643 39.657.403
Gross profit	23	-24.980.167	-26.850.636	-25.025.977	-26.921.344
Selling expenses Administrative expenses	23	-24.960.167	-20.050.050	-25.025.977	-20.921.344 -5.743.318
Other income	25	-7.235.673	-0.059.787	1.390.156	-5.743.318
Other expenses	25	-3.683.045	-2.492.715	-3.683.045	-2.492.715
			-2.492.715		-2.492.715
Other gains / (losses) net	27	-4.000	-	-1.848	-
Operating profit		9.631.617	6.757.621	6.061.990	6.095.095
Financial income	28	311.277	298.126	295.025	289.323
Financial expenses	28	-3.450.253	-3.324.061	-3.447.720	-3.234.301
Financial expenses - net		-3.138.976	-3.025.935	-3.152.695	-2.944.978
Income form dividends	35	-	-	1.346.998	2.065.711
Share of profit of associates	9	5.309.816	3.081.948	-	-
Profit before tax		11.802.457	6.813.634	4.256.293	5.215.828
Income tax	29	-2.127.643	-1.186.874	-790.551	-900.207
Profit after tax		9.674.814	5.626.760	3.465.742	4.315.621
Other comprehensive income:					
Loss after tax from change of fair market value of cash flow hedge	17,29	3.319.485	-2.308.474	3.319.484	-2.308.474
Foreign exchange difference	17,29	351.137	-427.856	-	-
Other comprehensive income for the period, after income tax		3.670.622	-2.736.330	3.319.484	-2.308.474
Total comprehensive income for the period		13.345.436	2.890.430	6.785.226	2.007.147
Profit/(loss) attributable to :					
Owners of the parent company		9.674.814	5.626.760	3.465.742	4.315.621
		9.674.814	5.626.760	3.465.742	4.315.621
Total comprehensive income attributable to:					
Owners of the parent company		13.345.436	2.890.430	6.785.226	2.007.147
		13.345.436	2.890.430	6.785.226	2.007.147
Profits/(losses) per share that attributable to the owners of the parent company of the company during the period (expressed in € per					
share) Basic and reduced	31	0,0779	0,0453	0,0279	0,0348



### **Owner's Equity Statements**

Amounts in Euros		Attributable to the owners of the parent company			
CONSOLIDATED FIGURES	Note	Share Capital	Other reserves	Profit/(loss) carried forward	Total equity
Balance on January 1, 2011		124.280.607	11.149.782	13.061.416	148.491.805
Net profit of period		-	-	5.626.760	5.626.760
Other comprehensive income for the period					
Foreign exchange difference	17	-	-427.856	-	-427.856
(Loss) after tax from change of fair market value of cash flow hedge	17	-	-2.308.474	-	-2.308.474
Total of other comprehensive income		-	-2.736.330	-	-2.736.330
Total comprehensive income for the period after tax		-	-2.736.330	5.626.760	2.890.430
Transaction with owners					
Transfer to ordinary reserve	17	-	215.781	-215.781	-
Total transactions with owners		-	215.781	-215.781	-
Balance on December 31, 2011		124.280.607	8.629.233	18.472.395	151.382.235
Balance on January 1, 2012		124.280.607	8.629.233	18.472.395	151.382.235
Net profit of period		-	-	9.674.814	9.674.814
Other comprehensive income for the period					
Foreign exchange difference	17	-	351.137	-	351.137
Profit after tax from change of fair market value of cash flow hedge	17	-	3.319.485	-	3.319.485
Total of other comprehensive income		-	3.670.622	-	3.670.622
Total comprehensive income for the period after tax		-	3.670.622	9.674.814	13.345.436
Transaction with owners					
Transfer to ordinary reserve	17	-	173.287	-173.287	-
Tax-exempt reserve L.2238/1994	17	-	2.065.711	-2.065.711	-
Total transactions with owners		-	2.238.998	-2.238.998	-
Balance on December 31, 2012		124.280.607	14.538.854	25.908.210	164.727.671

Amounts in Euros		Attributable to the owners of the parent company			
COMPANY FIGURES	Note	Share Capital	Other reserves	Profit/(loss) carried forward	Total equity
Balance on January 1, 2011		124.280.607	13.160.093	7.445.385	144.886.085
Net profit of period		-	-	4.315.621	4.315.621
Other comprehensive income for the period					
(Loss) after tax from change of fair market value of cash flow hedge	17	-	-2.308.474	-	-2.308.474
Total of other comprehensive income		-	-2.308.474	-	-2.308.474
Total comprehensive income for the period after tax		-	-2.308.474	4.315.621	2.007.147
Transaction with owners					
Transfer to ordinary reserve	17	-	215.781	-215.781	-
Total transactions with owners		-	215.781	-215.781	-
Balance on December 31, 2011		124.280.607	11.067.400	11.545.225	146.893.232
Balance on January 1, 2012		124.280.607	11.067.400	11.545.225	146.893.232
Net profit of period		-	-	3.465.742	3.465.742
Other comprehensive income for the period					
Profit after tax from change of fair market value of cash flow hedge		-	3.319.484	-	3.319.484
Total of other comprehensive income		-	3.319.484	-	3.319.484
Total comprehensive income for the period after tax		-	3.319.484	3.465.742	6.785.226
Transaction with owners					
Transfer to ordinary reserve	17	-	173.287	-173.287	-
Tax-exempt reserve L.2238/1994	17	-	2.065.711	-2.065.711	-
Total transactions with owners		-	2.238.998	-2.238.998	-
Balance on December 31, 2012		124.280.607	16.625.882	12.771.969	153.678.458



### **Cash Flow Statements**

Amounts in Euros	Notes	CONSOLIDAT	ED FIGURES	COMPANY FIGURES	
		1/1 until	1/1 until	1/1 until	1/1 until
		31/12/2012	31/12/2011	31/12/2012	31/12/2011
Cash flows from operating activities					
Cash flows from operating activities	32	25.038.876	-29.746.270	25.785.732	-34.716.455
Interest paid		-3.927.268	-2.682.215	-3.924.736	-2.592.454
Income tax paid		-2.415.678	-2.743.651	-1.418.227	-2.631.034
Net cash flows from operating activities		18.695.930	-35.172.136	20.442.769	-39.939.943
Cash flows from investment activities					
Purchase of tangible fixed assets	6	-1.716.179	-1.376.588	-1.669.674	-1.371.523
Sale of tangible assets	32	20.872	-	782	-
Dividends received	9,35	1.346.998	792.185	1.346.998	2.065.711
Interest received		274.490	150.968	258.233	142.165
Net cash flows from investment activities		-73.819	-433.435	-63.661	836.353
Cash flows from financing activities					
Proceeds from borrowings		32.699.998	91.663.419	32.699.998	91.663.419
Repayments of borrowings		-58.694.789	-54.137.141	-58.694.789	-54.137.141
Other short-term financing liabilities	36	11.660.906	-	11.660.906	-
Net cash flows from financing activities		-14.333.885	37.526.278	-14.333.885	37.526.278
Net (decrease)/increase in cash and cash equivalent		4.288.226	1.920.707	6.045.223	-1.577.312
Cash and cash equivalent at the beginning of the period	15	23.334.335	21.515.604	16.825.856	18.403.168
Foreign exchange differences in cash and cash equivalent		-116.681	-101.976	-	-
Cash and cash equivalent at the end of the period	15	27.505.880	23.334.335	22.871.079	16.825.856



### Notes on the annual financial statements

### 1) <u>General information</u>

The annual financial statements presented herein include the annual corporate financial statements of "CORINTH PIPEWORKS S.A." (the "Company") and the annual consolidated financial statements of the Company and its subsidiaries (together the "Group").

The Group is primarily active in the production of high-quality medium and large-diameter steel pipes that are used in the petrochemical industry (transfer of liquid and gas fuels), in water supply industry and in construction works.

The Group is active in Greece, the United States of America, Russia, Poland and Cyprus, while the Company's shares are listed on the Athens Stock Exchange.

The Company was established and is seated in Greece, 2-4 Mesogheion Ave., Athens. The Company's web address is <u>www.cpw.gr</u>.

The annual financial statements have been approved by the company's Board of Directors on February 27, 2013 and are uploaded on the company's web page where they will remain for at least 5 years from publication date.

### 2) <u>Summary of significant accounting policies</u>

The principal accounting policies applied in the preparation of these financial statements are set out below. The annual financial statements were prepared according to the same accounting principles that were followed for the preparation and the presentation o the Company's and the Group's financial statements for 2011.

### Framework in which the financial statements have been prepared

The financial statements have been prepared by the management according to the International Financial Reporting Standards ("IFRS"), including both the International Accounting Standards ("IAS") and interpretations that have been issued by the International Financial Reporting Interpretations Committee, as these have been adopted by the European Union, and the IFRS that have been issued by the International Accounting Standards board (IASB).

The information contained herein has been prepared based on the principle of historic cost as this has been amended with the estimation of financial assets and liabilities at fair market value through results as well as derivatives.

Preparation of financial statements according to the IFRS requires the use of certain important accounting estimations and the exercise of judgment on behalf of the Management during the application of accounting policies. In addition, it requires the use of calculations and assumptions that affect the aforementioned asset and liability figures, the disclosure of potential receivables and liabilities on the day the financial statements are prepared and the aforementioned income and expense figures during the said year. In spite of the fact that these calculations are based on the Management's best possible knowledge of current conditions and actions, actual results may differ from these calculations. Areas that contain a great degree of subjectivity and are composite or the assumptions and estimations that are important for the financial statements are noted in note 4.

Having taken into account the macro and micro-economical factors and their effect in the operations of the Company and the Group, the financial statements, have been prepared on the going concern basis. According to the existing forecasts and the available financial resources, the Management has no intention or need of short-term liquidation of assets, or any reason to believe that the Company and the Group as a whole will not be in a position to ensure the normal course of business and the service of its obligations, as there is no indication for the opposite.



### 2.2 New standards, amendments to standards and interpretations

Certain new standards, amendments to standards and interpretations have been issued that are mandatory for periods beginning during the current financial year and subsequent years. The Group's evaluation of the effect of these new standards, amendments to standards and interpretations is as follows:

### Standards and Interpretations effective for the current financial year

### IFRS 7 (Amendment) "Financial Instruments: Disclosures" - transfers of financial assets

This amendment sets out disclosure requirements for transferred financial assets not derecognised in their entirety as well as on transferred financial assets derecognised in their entirety but in which the reporting entity has continuing involvement. It also provides guidance on applying the disclosure requirements. This amendment does not affect the Group's financial statements.

### Standards and Interpretations effective from periods beginning on or after 1 January 2013

### IFRS 9 "Financial Instruments" (effective for annual periods beginning on or after 1 January 2015)

IFRS 9 is the first Phase of the Board's project to replace IAS 39 and deals with the classification and measurement of financial assets and financial liabilities. The IASB intends to expand IFRS 9 in subsequent phases in order to add new requirements for impairment and hedge accounting. The Group is currently investigating the impact of IFRS 9 on its financial statements. The Group cannot currently early adopt IFRS 9 as it has not been endorsed by the EU. Only once approved will the Group decide if IFRS 9 will be adopted prior to 1 January 2015.

### IAS 12 (Amendment) "Income Taxes" (Effective for annual periods beginning on or after 1 January 2013)

The amendment to IAS 12 provides a practical approach for measuring deferred tax liabilities and deferred tax assets when investment property is measured using the fair value model in IAS 40 "Investment Property". This amendment is not relevant to the Group.

### IFRS 13 "Fair Value Measurement" (Effective for annual periods beginning on or after 1 January 2013)

IFRS 13 provides new guidance on fair value measurement and disclosure requirements. These requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within IFRSs. IFRS 13 provides a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. Disclosure requirements are enhanced and apply to all assets and liabilities measured at fair value, not just financial ones.

# **IFRIC 20 "Stripping costs in the production phase of a surface mine"** (Effective for annual periods beginning on or after 1 January 2013)

This interpretation sets out the accounting for overburden waste removal (stripping) costs in the production phase of a mine. The interpretation may require mining entities to write off existing stripping assets to opening retained earnings if the assets cannot be attributed to an identifiable component of an ore body. IFRIC 20 applies only to stripping costs that are incurred in surface mining activity during the production phase of the mine, while it does not address underground mining activity or oil and natural gas activity.

# **IAS 1 (Amendment) "Presentation of Financial Statements"** (effective for annual periods beginning on or after 1 July 2012)

The amendment requires entities to separate items presented in other comprehensive income into two groups, based on whether or not they may be recycled to profit or loss in the future.

### IAS 19 (Amendment) "Employee Benefits" (effective for annual periods beginning on or after 1 January 2013)

This amendment makes significant changes to the recognition and measurement of defined benefit pension expense and termination benefits (eliminates the corridor approach) and to the disclosures for all employee benefits. The key changes relate mainly to recognition of actuarial gains and losses, recognition of past service cost



/ curtailment, measurement of pension expense, disclosure requirements, treatment of expenses and taxes relating to employee benefit plans and distinction between "short-term" and "other long-term" benefits.

# **IFRS 7** (Amendment) "Financial Instruments: Disclosures" (effective for annual periods beginning on or after 1 January 2013)

The IASB has published this amendment to include information that will enable users of an entity's financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and recognised financial liabilities, on the entity's financial position.

# IAS 32 (Amendment) "Financial Instruments: Presentation" (effective for annual periods beginning on or after 1 January 2014)

This amendment to the application guidance in IAS 32 clarifies some of the requirements for offsetting financial assets and financial liabilities on the statement of financial position.

## Group of standards on consolidation and joint arrangements (effective for annual periods beginning on or after 1 January 2014)

The IASB has published five new standards on consolidation and joint arrangements: IFRS 10, IFRS 11, IFRS 12, IAS 27 (amendment) and IAS 28 (amendment). These standards are effective for annual periods beginning on or after 1 January 2014. Earlier application is permitted only if the entire "package" of five standards is adopted at the same time. The Group is in the process of assessing the impact of the new standards on its consolidated financial statements. The main provisions are as follows:

### IFRS 10 "Consolidated Financial Statements"

IFRS 10 replaces all of the guidance on control and consolidation in IAS 27 and SIC 12. The new standard changes the definition of control for the purpose of determining which entities should be consolidated. This definition is supported by extensive application guidance that addresses the different ways in which a reporting entity (investor) might control another entity (investee). The revised definition of control focuses on the need to have both power (the current ability to direct the activities that significantly influence returns) and variable returns (can be positive, negative or both) before control is present. The new standard also includes guidance on participating and protective rights, as well as on agency/ principal relationships.

### IFRS 11 "Joint Arrangements"

IFRS 11 provides for a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form. The types of joint arrangements are reduced to two: joint operations and joint ventures. Proportional consolidation of joint ventures is no longer allowed. Equity accounting is mandatory for participants in joint ventures. Entities that participate in joint operations will follow accounting much like that for joint assets or joint operations today. The standard also provides guidance for parties that participate in joint arrangements but do not have joint control.

### IFRS 12 "Disclosure of Interests in Other Entities"

IFRS 12 requires entities to disclose information, including significant judgments and assumptions, which enable users of financial statements to evaluate the nature, risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities. An entity can provide any or all of the above disclosures without having to apply IFRS 12 in its entirety, or IFRS 10 or 11, or the amended IAS 27 or 28.

### IAS 27 (Amendment) "Separate Financial Statements"

This Standard is issued concurrently with IFRS 10 and together, the two IFRSs supersede IAS 27 "Consolidated and Separate Financial Statements". The amended IAS 27 prescribes the accounting and disclosure requirements for investment in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. At the same time, the Board relocated to IAS 27 requirements from IAS 28 "Investments in Associates" and IAS 31 "Interests in Joint Ventures" regarding separate financial statements.



### IAS 28 (Amendment) "Investments in Associates and Joint Ventures"

IAS 28 "Investments in Associates and Joint Ventures" replaces IAS 28 "Investments in Associates". The objective of this Standard is to prescribe the accounting for investments in associates and to set out the requirements for the application of the equity method when accounting for investments in associates and joint ventures, following the issue of IFRS 11.

# IFRS 10, IFRS 11 and IFRS 12 (Amendment) "Consolidated financial statements, joint arrangements and disclosure of interests in other entities: Transition guidance" (effective for annual periods beginning on or after 1 January 2013)

The amendment to the transition requirements in IFRSs 10, 11 and 12 clarifies the transition guidance in IFRS 10 and limits the requirements to provide comparative information for IFRS 12 disclosures only to the period that immediately precedes the first annual period of IFRS 12 application. Comparative disclosures are not required for interests in unconsolidated structured entities. These amendments have not yet been endorsed by the EU.

### **IFRS 10, IFRS 12 and IAS 27 (Amendment) "Investment entities"** (effective for annual periods beginning on or after 1 January 2014)

The amendment to IFRS 10 defines an investment entity and introduces an exception from consolidation. Many funds and similar entities that qualify as investment entities will be exempt from consolidating most of their subsidiaries, which will be accounted for at fair value through profit or loss, although controlled. The amendments to IFRS 12 introduce disclosures that an investment entity needs to make. These amendments have not yet been endorsed by the EU.

### Amendments to standards that form part of the IASB's 2011 annual improvements project

The amendments set out below describe the key changes to IFRSs following the publication in May 2012 of the results of the IASB's annual improvements project. These amendments are effective for annual periods beginning on or after 1 January 2013 and have not yet been endorsed by the EU.

### IAS 1 "Presentation of financial statements"

The amendment clarifies the disclosure requirements for comparative information when an entity provides a third balance sheet either (a) as required by IAS 8 "Accounting policies, changes in accounting estimates and errors" or (b) voluntarily.

### IAS 16 "Property, plant and equipment"

The amendment clarifies that spare parts and servicing equipment are classified as property, plant and equipment rather than inventory when they meet the definition of property, plant and equipment, i.e. when they are used for more than one period.

### IAS 32 "Financial instruments: Presentation"

The amendment clarifies that income tax related to distributions is recognised in the income statement and income tax related to the costs of equity transactions is recognised in equity, in accordance with IAS 12.

### IAS 34, 'Interim financial reporting'

The amendment clarifies the disclosure requirements for segment assets and liabilities in interim financial statements, in line with the requirements of IFRS 8 "Operating segments".

### 2.3. Consolidation

### a) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting



rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. Total income is proportionally attributed to the owners of the parent company and to other shareholders, even if the balance attributed to the later ones is in debit.

The group uses the acquisition method to treat business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

If participation rights on the acquiree already existed, they are valuated at fair value on the date of acquisition and any profit or loss is recognized in the statement of comprehensive income. On an acquisition-by-acquisition basis, the group recognises any non-controlling interest in the acquiree either at fair value or at the noncontrolling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of comprehensive income. Financial assets or financial liabilities resulting from arrangements of contingent exchange are valued at their fair value and changes in this value are recognized in of statement of comprehensive income. The effect on results carried forward and minority rights due to changes in holding percentages are deemed as transactions between the Group's shareholders and, consequently, are recognised directly in Equity.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

The Company records its investments in subsidiary companies, in its corporate financial statements, at cost less devaluation.

### (b) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition.

The Group's share of its associates' post-acquisition profits or losses is recognised in the income statement, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Investments in associates are recognised in individual financial statements (cost less impairment)

In case the percentage of participation in associates is reduced as a result of non participation in increase of share capital, gains or losses arising are recognised in equity.



### 2.4. Segment reporting

The operating segments are presented in such a way that they concur with the internal financial reports to the chief operating decision maker (General Manager), who takes all the operating decisions and is responsible in assessing the performance of the segments and allocating resources between them.

### 2.5. Foreign currency translation

### (a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency).

The consolidated financial statements are presented in Euros, which is the Company's functional and presentation currency.

### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalent are presented in the income statement within "finance income or cost". All other foreign exchange gains and losses are presented in the income statement as shown in note 30.

### (c) Group companies

The results and financial position of all the group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

i. assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet,

ii. income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions),

iii. all resulting exchange differences are recognised as a separate component of equity and they are transferred to profit and loss when the company is sold.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold, exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate on the Balance Sheet date.

### 2.6. Property, plant and equipment

All property, plant and equipment is shown at historical cost less subsequent depreciation less subsequent impairment. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the



cost of the item can be measured reliably. Repairs and maintenance are charged to the income statement as incurred.

Land is not depreciated. Depreciation on assets is calculated using the straight-line method to allocate the cost of each asset to its residual value over its estimated useful life, as shown on the table below for the main classes of assets:

- Buildings 20-33 Years

- Machinery – technical installations and other mechanical equipment 8-16 Years

- Transportation equipment 7 10 Years
- Furniture and other equipment 4 5 Years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the income statement within 'Other income / (expenses) – net'.

### 2.7. Intangible assets

Research expenditure is recognised as an expense as incurred. Costs incurred on development projects (relating to the design and testing of new or improved products) are recognised as intangible assets when it is probable that the project will be successful, considering its commercial and technological feasibility, also the costs can be measured reliably. Other development expenditures, that do not satisfy the standards above, are recognised as an expense in the income statement as incurred. Development costs that have already been recognised as an expense will not be recognised as intangible assets in a future period. Development costs that have been capitalised, are registered as intangible assets and are amortised from the commencement of their production on a straight line basis over the period of its useful life, not exceeding 5 years.

### 2.8. Impairment of non-financial assets

Assets that have an indefinite useful life (for example Surplus value) are not subject to amortisation and, instead, are tested annually for impairment. Assets that are subject to amortisation or depreciation are tested for impairment whenever events or changes in circumstance indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Non financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

### 2.9. Financial Assets

### 2.9.1. Classification

The Group classifies its investments in the following categories depending on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

### (a) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading a financial asset is classified in this category if acquired principally for the purpose of selling 12 months of the balance sheet date. Derivatives are also categorised as 'held for trading' unless they are designated as hedges. Assets in this category are classified as current assets.



### (b)Borrowings and receivables

Borrowings and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and with no intention of trading. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. The Group's and Company's loans and receivables comprise "trade and other receivables" (note 2.12) and "cash and cash equivalents" (2.13) in the balance sheet.

### (c) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the balance sheet date. At the balance sheet date the Group had no investments on this category.

### 2.9.2. Recognition and measurement

Purchases and sales of financial assets are recognised on trade-date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit and loss are initially recognised at fair value and transaction costs are expensed in the income statement.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Loans and receivables are carried at amortised cost using the effective interest method.

Available for sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value.

Gains or losses arising from changes in the fair value of the "financial assets at fair value through profit or loss" category are presented in the income statement within "other (losses)/gains - net" in the period in which they arise. Dividend income from financial is recognised in the income statement as part of other income when the Group's right to receive payments is established.

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same and discounted cash flow analysis and option pricing models making maximum use of market inputs and relying as little as possible on entity-specific inputs.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is considered in determining whether the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss – is removed from equity and recognised in the income statement. Impairment losses recognised in the income statement on equity instruments are not reversed through the income statement.

Impairment testing of trade receivables is described in note 2.12.

### 2.10. Derivative financial instruments and hedging activities

The Group utilizes financial and commodity derivatives to mitigate the impact of future price volatility. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.



The Group utilizes financial derivatives for the hedge of a particular risk associated with a recognised asset or a liability or a highly probable forecast transaction (cash flow hedge).

The Group documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items.

The fair values of various derivative instruments used for helping purposes are disclosed in note 13. Movements on the hedging reserve in shareholders' equity are shown in note 17. The fair value of a hedging derivative is classified as a non-current asset or long-term liability when the remaining hedged item is more than 12 months and as a current asset or short term liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or short term liability.

### Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in equity. The gain or loss related to the ineffective portion is recognised immediately in the income statement within "other gains/(losses) - net".

Amounts accumulated in equity are recycled in the income statement in the periods when the hedged item affects profit. The gain or losses related to the effective portion of currency forward hedge are recognised in the income statement within the category where they belong (cost of sales, selling expenses). The gain or loss related to the interest rate swaps hedging variable rate borrowings is recognised in the income statement within "finance costs".

When a future transaction that is hedged. results in the recognition of a non-financial asset (for example, inventory or fixed assets), the gains and losses previously recorded in equity are transferred from equity and are included in the initial valuation of the asset cost. The aforementioned amounts are finally recognised in cost of good sold, in case of inventory or in depreciation, in case of fixed assets.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss included in equity at that time remains in equity and is recognised when the future transaction is ultimately recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that initially was reported in equity, is immediately transferred to the income statement within "other gains/(losses) - net".

Sales or purchases that are hedging undelyings are recorded at the prevailing foreign exchange rate, the date of transaction.

Periodically the Company conducts effectiveness tests, in order to scrutinize the effectiveness of the applied hedging policies and to take corrective measures, when needed.

### 2.11. Inventories

Inventories are stated at the lower of cost and net realisable value. The cost is determined with the weighted average cost method. The cost of finished products and semi-finished stocks includes the cost of materials, the direct labour cost and a proportion of the general production expenses. Financial expenses are not included in the acquisition cost of stocks. The net liquid value is estimated based on the stock's current sales price within the framework of ordinary business activities less any possible selling expenses, wherever such a case occurs.

Costs of inventories include the transfer from equity of any gains/losses on qualifying cash flow hedges purchases of raw materials.

Deletions and devaluation losses are recognised in the results of the fiscal year in which they arise.



### 2.12. Trade receivables

Receivables from clients are initially recognised at their fair value and are subsequently estimated at their unamortized cost based on the true interest rate method, less any provision for impairment. Provisions for impairments are recognised when there is an objective indication that the Group is not in a position to collect all the amounts that are due pursuant to contractual terms. The objective indication that receivables have been impaired includes information coming to the attention of the Group concerning the following events: Considerable financial distress of the customer, possibility to start bankruptcy procedures or any other financial restructuring of the customer as well as unfavourable changes in the payment of due amounts. The amount of provision is equal to the difference between the book value of the receivables and the present value of the estimated future cash flows, discounted based on the actual interest rate. The amount of the provision is recorded as an expense in the Income Statement. Furthermore, in case that part of receivables being written off, finally are collected, the said amount is credited to the financial results.

### 2.13. Cash and cash equivalents

In cash flow statements, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

### 2.14. Share capital

Share capital includes the ordinary shares of the Company.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax.

### 2.15. Trade payables

Trade payables are the Company's and Group liabilities, originated from purchases of goods and services in the course of their activity.

Trade payables are recognised initially at fair value and subsequently measured at amortized cost using the effective interest method.

These liabilities are recognised in the short-term liabilities if they are payable within one year. If not, then they are recognised in the long-term liabilities.

### 2.16. Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is the probable that come or all of the facility will be drawn down. In this case, the fee is deferred until the drawn-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

### 2.17. Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except the part directly recognised in equity. In this case, the tax is recognised in equity.

The current income tax charge is calculated on the basis of the applicable tax laws and tax rates in the countries where Group operates and is recognised the period when taxable income is generated. Management periodically



evaluates assumptions made on tax legislation and forms provisions against amounts expected to be paid to the tax authorities.

Deferred income tax is calculated, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is not recognised if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is calculated using tax rates (and laws) applicable at the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which temporary differences can be utilised.

Deferred income tax is recognised on temporary differences arising from investments in subsidiaries and associates, except those cases that reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not be reversed in the foreseeable future.

### 2.18. Employee benefits

### (a) Short-term benefits

Short-term benefits to employees in the form of cash or in kind are recorded as an expense when they accrue.

### (b) Benefits following withdrawal from service

Group companies operate various pension schemes that are generally funded through payments to funds. These payments are determined by Greek legislation and fund regulations. Typically defined benefit plans define the amount of pension that an employee will receive on retirement, usually dependent on factors such as age, years of service and compensation. Benefits payable to all employees are considered as defined benefit pension plans.

The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of long-term state bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability.

Actuarial profits and losses that arise from adjustments on the basis of historic data and are above the margin of 10% of the accumulated liability are recorded in the results within the expected average insurance term of the scheme's participants.

Past-service costs are recognised immediately in income, unless the changes to the pension plan are conditional on the employees remaining in services. In this case, the past-service costs are in recognised in the income on a straight-line basis over the vesting period.

### 2.19. Subsidies

State subsidies are recognised at their fair market value when it is certain that the subsidy will be received and that the Group will comply with all stipulated terms.

State subsidies that concern expenses are deferred and are recognised in the results so that these will match the expenses that they will cover.

State subsidies relating to the purchase of tangible fixed assets are recorded in long-term liability accounts as deferred state subsidies and are transferred as income into the annual income statement based on the fixed method over the expected service life of these assets.



### 2.20. Provisions

Provisions for contractual obligations, restructuring costs and legal claims are recognised when:

- i. The Group has a current legal or inferable commitment as a result of past events
- ii. It is likely that a cash outflow will be required to settle the commitment
- iii. The amount has been reliably estimated.

Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised against future operating losses. Where there is a number of similar commitments, the possibility that a cash outflow will be required for settlement is assessed by examining the class of commitments, as a whole. A provision is recognised even if the possibility of an outflow for any item included in the same class of commitments may be small.

Provisions are calculated as the present value of the costs that, based on the management's best possible estimation, are required to cover the present liability on the balance sheet date (note 4.1).

### 2.21. Revenue recognition

Revenue comprises the fair value of the sale of goods and services, net of value-added tax and any excise duties, rebates and discounts. Sales within the Group are fully eliminated. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. All risks have been undertaken by the buyer and the future profits that arise from the transactions are certain. Revenue is recognised as follows:

### (a) Sale of goods

Sales of goods are recognised when the goods are accepted by customers and when collection of the claim is reasonably guaranteed. In the case in which cash refunds regarding sales of goods is guaranteed, refunds are accounted for on each balance sheet date as a reduction to income, based on statistical data.

### (b) Sale of services

Income from the provision of services is accounted for in the period in which the services are rendered, based on their stage of completion in relation to all the services that shall be rendered.

### (c) Interest income

Interest income is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instrument. Interest income on impaired loans is recognised using the original effective interest rate.

### (d) Dividend income

Dividend income is recognised when the right to receive payment is established.

### 2.22. Leases

Leases of fixed assets, where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's at the lower of the fair value of the leased property and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges. The corresponding rental obligations, net of finance charges, are included in the liabilities. During the lease period, the financial expenses related to the financial lease is recognised in the year's income statement. The fixed assets acquired under finance leases is depreciated over the longer of the asset's useful life and the lease term.



Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

### 2.23. Elements of non current assets (or groups of elements for trade) for trade

The elements of non current assets (or groups of elements for trade) for trade are classified as assets intended to be traded when their book value is expected to be recovered through trade and when this transaction is likely to be realised. These elements are presented at the lowest value between book value and fair value less any cost of sales (if the book value is expected to be recovered through a sales and not its continuous use).

### 2.24. Offset of financial assets and liabilities

Financial assets and liabilities are offset, while the net amount is shown in the balance sheet if there is a legal right to offset, as well as the intention to be settled on net basis, or simultaneously to recognize the asset and settle the liability.

### 2.25. Dividend distribution

Dividend distribution to the company's shareholders is recognised as a liability in the Group's financial statements in which the dividends are approved by the company's shareholders.

### 2.26. Comparative figures and roundings

Some of comparative amounts of previous fiscal year have been reclassed for reasons of comparability with the amounts of the current year.

Any differences between figures of the financial statements and the corresponding amounts and calculations in the notes are due to roundings.

### 3) Financial risk management

### 3.1. Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and price risk), credit risk, liquidity risk, cash flow risk and fair value interest-rate risk. The Group's overall risk management policy focuses on the unpredictability of commodity and financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

The Group uses derivative financial instruments like forwards on exchange difference and swaps in order to hedge certain risk exposures.

Risk management is carried out by the Group's central finance department, which operates with specific rules that have been approved by the Board of Directors. The Board of Directors provides instructions and guidelines on the general management of risks, as well as specific instructions on the management of specific risks, such as foreign exchange risk, interest rate risk, price risk, liquidity risk and credit risk.

### a) Market risk

### (i) Foreign exchange risk

The Group operates internationally (more than 81% of the sales are abroad, while all raw and indirect materials are imported) and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar. The Group follows a full hedging policy, either with natural hedging (purchase of resources based on the sale currency) or with FX forwards or with both.



The Group has certain investment in foreign companies. The net assets of these companies (mainly associate company residing in Russia) are exposed to foreign currency translation risk.

At 31/12/2012, if the Euro had strengthened by 10% (2011 10%) against the Russian Ruble, with all other variables held constant, the Group's equity before tax would have been reduced by  $\notin$  3.553.479 (2011: equity before tax would have been reduced by  $\notin$  2.795.516). If the Euro had weakened by 10% (2011 10%) the Group's equity before tax would have been increased by  $\notin$  4.343.141 (2011: equity before tax would have been increased by  $\notin$  3.416.742).

At 31/12/2012, if the USD had strengthened / weakened by 10% (2011:10%) against the Euro, with all other variables held constant, the Company's and Group's Gains after tax would have been increased/reduced by  $\notin$  342.383 (2011: Gains after tax would have been increased/reduced by  $\notin$  2.410.275) and  $\notin$  280.132 (2011: Gains after tax would have been increased/reduced by  $\notin$  1.972.043) correspondingly.

The Group's and Company's exposure to the foreign exchange risk varies during the year depending on to the geographical allocation (and relative currency) of the sales and purchases of raw materials (mainly Hot Rolled Coils).

### (ii) Interest rate risk

As the Group has no significant interest-bearing assets, besides cash and cash equivalents, the Group's income and operating cash flows are not materially exposed to changes in interest rates.

The Group's interest rate risk arises from borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. During 2012 and 2011, the Group's borrowings at variable rate (euribor + spread), were denominated in euro.

As of 31/12/2012, if interest rates had been higher / lower by 1%, with all other variables held constant, the Group's and Company's gains after tax would have been reduced/increased by  $\notin$  497.567 (2011: Group's and Company's gains after tax would have been reduced/increased by  $\notin$  384.373), mainly because of the increased / decreased financial cost of loans with variable interest rate. The Group's and Company's Equity would have been correspondingly affected.

### (iii) Price risk

A large portion of sales (above 92%) is on project basis, where selling prices are fixed throughout the whole project period. Furthermore, according to the policy decided by the Board of Directors, prices of raw and auxiliary materials have to be fixed during the project period, in order to avoid exposure to risks from price volatility. For the rest of the sales (hollow sections), product and raw materials' prices are subject to changes according to the international steel prices, which can lead to impairments of inventories, as it happened in 2008 and 2009. In the end of 2008, trading of future contracts on HRC started in the US, with small trade volumes and few participants. The company regularly follows the said market and its correlation with the underlying asset and if liquidity increases, it can be a useful hedging tool. Both in 2012 and 2011, the Group and the Company did not have any transactions in HRC futures.

### b) Credit risk

Credit risk is managed by the Group's Financial Department. Credit risk arises from deposits, derivative financial instruments (banks and financial institutions credit risk), as well as credit exposures to customers. The Group collaborates with some of the biggest and healthiest banks and financial institutions of the Greek market whose credit rating is at least CCC (Fitch).

The Group has adopted and applies strict procedures for the control of credit and political risk of its clients, investigating data like financial status, payments' background, possible counter guarantees etc. A large part of its sales take place against LCs, or downpayments. In other cases, the company uses credit insurance, factoring and when required political risk insurance.

At year's end, overdue trade receivables that have not been impaired are mentioned in note 12.


#### c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the ability of funding each project that the Group undertakes through an adequate amount of committed credit facilities. Because of the different cash flow cycle of each project, Risk Management analyzes the facts and whenever it is needed makes use of credit lines with banks and other financial institutions. Especially under the current credit conditions, the Group focus its efforts on reducing its working capital needs and if it is needed, it will issue debenture bonds, in order to secure a longer tenure for its borrowings and its going concern.

According to the estimations and operations of the Management, the current negative conditions in the international goods and financial and capital markets have been presented correctly in the Company's and Group financial statements.

The table below illustrates the Company's and Group's non discounted financial liabilities and net-settled derivative financial liabilities into relevant maturity groupings, based on the remaining period between the balance sheet date and the maturity date. Balances due within 12 months equal their book value.

Balances due within 12 months equal their carrying balances.

#### At 31 December 2012

CONSOLIDATED FIGURES	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Borrowings	26.250.000	8.246.801	4.049.908
Derivatives	45.206	-	-
Suppliers and other liabilities	23.282.909	-	-
Other short-term financing liabilities	11.660.906	-	-

#### At 31 December 2011

CONSOLIDATED FIGURES	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Borrowings	55.244.789	4.515.428	5.265.139
Derivatives	1.904.705	-	-
Suppliers and other liabilities	50.163.831	-	-

#### At 31 December 2012

COMPANY FIGURES	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Borrowings	26.250.000	8.246.801	4.049.908
Derivatives	45.206	-	-
Suppliers and other liabilities	21.133.311	-	-
Other short-term financing liabilities	11.660.906	-	-

#### At 31 December 2011

COMPANY FIGURES	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years
Borrowings	55.244.789	4.515.428	5.265.139
Derivatives	1.904.705	-	-
Suppliers and other liabilities	48.602.772	-	-

The table below illustrates the Group's derivative financial instruments which will be settled on a gross basis based on the remaining period till their maturity date. The amounts disclosed in the table are the nominal values of the said transactions.

Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.



# At 31 December 2012

Forward F/X contracts

Consolidated and company figures	Less than 1 year
Inflows	9.347.407
Outflows	9.409.174

#### At 31 December 2011

Forward F/X contracts

Consolidated and company figures	Less than 1 year
Inflows	53.236.483
Outflows	55.630.341

## 3.2. Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Consistent with best practices in the industry, the Group monitors its capital through its gearing ratio. The said ratio is calculated as net debt divided by total capital employed. Net debt is calculated as total borrowings (including "current and non-current borrowings" as shown in the balance sheet) less "Cash & cash equivalents" less "Available for Sale financial assets". Total capital employed is calculated as "Equity" as shown in the balance sheet plus net debt.

During 2012 the Company and Group strategy was to maintain the gearing ratio below 40%. The gearing ratios at 31 December 2012 and 2011 were as follows:

Amounts in Euros	CONSOLIDA	CONSOLIDATED FIGURES		COMPANY FIGURES	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Total borrowings (note 18)	38.250.000	64.244.789	38.250.000	64.244.789	
Other short-term financing liabilities (note 36)	11.660.906	-	11.660.906	-	
Less: Cash and cash equivalent (note 15)	-27.505.880	-23.334.335	-22.871.079	-16.825.856	
Net Debt	22.405.026	40.910.454	27.039.827	47.418.933	
Equity	164.727.671	151.382.235	153.678.458	146.893.232	
Total Capital employed	187.132.697	192.292.689	180.718.285	194.312.165	
Gearing ratio	12%	21%	15%	24%	

#### **3.3.** Fair value estimation

Effective 1 January 2009, the group adopted the amendment to IFRS 7 for financial instruments that are measured in the balance sheet at fair value, this requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

First level – Includes quoted prices (unadjusted) in active markets for identical assets or liabilities.



Second level – Includes inputs other than quoted prices included within the first level, that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

Third level – Includes inputs that are not based on observable market data (that is, unobservable inputs).

The table below presents the assets at fair value and sorted by level, for the Company and Group.

Amounts in Euros	CONSOLIDATED AND COMPANY FIGURES		
31/12/2012	LEVEL 2	Total	
Derivative financial assets used for hedging	134.597	134.597	
	134.597	134.597	
Derivative financial liabilities used for hedging	-109.343	-109.343	
	-109.343	-109.343	
31/12/2011			
Derivative financial assets used for hedging	165.970	165.970	
	165.970	165.970	
Derivative financial liabilities used for hedging	-4.361.683	-4.361.683	
	-4.361.683	-4.361.683	

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the balance sheet date.

A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.

- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.

- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value.

Note that all of the resulting fair value estimates are included the first and second level.

#### 4) <u>Critical accounting estimates and judgements</u>

The Management's valuations and judgements are re-examined on a continuous basis and are based on historical data and expectations of future events, which are deemed reasonable pursuant to that which is in force.

#### 4.1. Critical accounting estimates and assumptions

The Group proceeds in valuations and acknowledgements regarding the development of future events. The valuations and acknowledgements that entail a significant probability that they will affect the book value of assets and liabilities in the following 12 months are the following:



a) The Group's judgment is required in order to determine the income tax provision. There are many transactions and estimations due to which final tax calculation is uncertain. Group recognises tax liabilities, based on accounting estimations on possible future tax burden and tax assets related to future offsets of tax losses carried forward. If the final tax is different from the initially recognised tax, the difference shall affect the income tax and the provision for deferred taxation of the period.

b) The Group forms a provision for cases that are under dispute based on evidence provided by the Group's Legal Department. Any difference between the actual final outcome differs and the amount initially recorded, will impact the profit and loss in the period in which such determination is made.

If the actual final outcome differs by 10% from management estimates, the Company's and Group's deferred tax liability will increase/decrease by  $\notin$  14.000 (2011:  $\notin$  14.000).

c) The Group forms provisions for contractual obligations to clients, which are estimated based on historical and statistical data that arose from the resolution of similar past cases. Any difference between the actual final outcome differs and the amount initially recorded, will impact the profit and loss in the period in which such determination is made.

If the actual final outcome differs by 10% from management estimates, the Group's provision will increase/decrease by  $\notin$  98.000 (2011:  $\notin$  154.000).

d) Pension benefits

The present value of the pension obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The present value of the defined benefits is calculated based on the appropriate discount rate (the yield of Greek bonds, in the same currency that these benefits will be paid and with terms almost similar to the ones of the benefits' commitment). Another fundamental assumption is related to the salaries' increase. The assumptions used are further illustrated in Note 20.

If the used discount rate, deviated 19% from actuary's estimation, then the present value of the non financed liabilities would be increased / decreased by  $\notin$  72.740.

If the total benefits' increase, taken into consideration was 50%, different then the present value of the non financed liabilities would be increased/decreased by  $\in$  82.596.

e) Provision for impairment of receivables

Impairment losses are recognised when there is an objective indication that the Group is not in a position to collect all the amounts that are due pursuant to contractual terms. The objective indication that receivables have been impaired includes information coming to the attention of the Group concerning the following events: Considerable financial distress of the customer, possibility to start bankruptcy procedures or any other financial restructuring of the customer as well as unfavourable changes in the payment of due amounts.

If the final outcome differs by 10% from management estimates. The Group's and Company's provision in impairment of receivables, will increase/decrease by  $\notin$  973.000.

## 5) <u>Reporting by sector</u>

The chief operating decision maker, role held by General Manager in Corinth Pipeworks, receives internal financial reports regarding the performance of the operating sectors and the allocation of resources between them. The Group is organised in two operating units:

#### i) Energy Unit (steel pipes of medium and large diameter)

Energy sector produces and sells medium and large diameter steel pipes for the transmission of natural gas, oil and water. It is export oriented, and its main characteristics regard big scale, long terms projects with



complexity of logistics and strict technical specifications that have to be met. The production is based on orders (make to order) and the customers are vertically integrated energy companies, grid operators, EPC contractors and international trading houses.

#### ii) Construction Unit (hollow sections)

Construction operating unit produces and sells hollow sections, widely used in the field of metal constructions. The production is make-to-stock and the customers are mainly trading houses and construction companies.

It is noted that because of the particularity of the sectors in which the Group operates, segmental reporting based on geographical breakdown is not recommended. The said fact is proven by the major shifts in the geographical breakdown of trade receivables, through-out the year.

The management is following separately the operating performance of the fore mentioned sectors, the evaluation of which is based on the sales and the operating result (Operating Profit/Losses). For the evaluation of the operating results, Group follows the same principal accounting policies that were applied in the financial statements. The financial income/expenses, dividends received as well as the taxes are followed on a consolidated basis and are not allocated between the two mentioned sectors.

The results of each sector for the 12 months until December 31, 2012 had as follows:

Amounts in Euros	Sector of energy	Constructions sector	Total
Total gross sales by sector	324.185.424	24.068.275	348.253.699
Inter-company sales	-113.587.225	-	-113.587.225
Net sales	210.598.199	24.068.275	234.666.474
Operating profits / (losses)	13.729.306	-4.097.689	9.631.617
Net financial expenses (note 28)			-3.138.976
Share of profits from associates (note 9)			5.309.816
Profits before taxes			11.802.457
Taxation (note 29)			-2.127.643
Profit for the period after taxes			9.674.814

Respectively, the results of each sector for 12 months until December 31, 2011 had as follows:

Amounts in Euros	Sector of energy	Constructions sector	Total
Total gross sales by sector	302.602.197	23.217.814	325.820.011
Inter-company sales	-61.676.367	-	-61.676.367
Net sales	240.925.830	23.217.814	264.143.644
Operating profits	8.528.334	-1.770.714	6.757.620
Net financial expenses (note 28)			-3.025.935
Share of profits from associates (note 9)			3.081.948
Profits before taxes			6.813.633
Taxation (note 29)			-1.186.874
(Losses) for the period after taxes			5.626.759

Other figures per sector included in the operating profit/(loss) for the 12 months until December 31 2012 are the following:

Amounts in Euros	Sector of energy	Constructions sector	Total
Amortisation of tangible assets (note 6)	10.446.467	1.193.878	11.640.345
Amortisation of intangible assets (note 7)	800	-	800
Impairment of receivables (note 12)	-174.899	-4.779	-179.678
Impairment of inventories (note 11)	1.134.300	1.239.476	2.373.776



Other figures per sector included in the operating profit/(loss) for the 12 months until December 31 2011 are the following:

Amounts in Euros	Sector of energy	Constructions sector	Total
Amortisation of tangible assets (note 6)	10.317.624	994.300	11.311.924
Amortisation of intangible assets (note 7)	6.383	-	6.383
Provisions (note 32)	-102.779	-	-102.779
Impairment of receivables (note 12)	168.714	3.844	172.558
Impairment of inventories (note 11)	374	198.094	198.468

The operating profit/(loss) of the sectors include profits and losses from forwards for cash flow hedging, related to purchases and sales (note 23).

Transfers and transactions between sectors take place on actual commercial terms and conditions, similar to the ones used in transactions with third parties.

The sectors' assets and liabilities at December 31 2012 and investments in property, plant and equipment for the ended period at that date have as follows:

Amounts in Euros	Sector of energy	Constructions sector	Total
Assets	75.432.825	9.669.997	85.102.822
Investments in associated companies	17.704.318	-	17.704.318
Total Assets	93.137.143	9.669.997	102.807.140
Total liabilities	36.336.869	1.254.101	37.590.970
Capital expenditures	1.085.055	104.437	1.189.492

The sectors' assets and liabilities at December 31 2011 and investments in property, plant and equipment for the ended period at that date have as follows:

Amounts in Euros	Sector of energy	Constructions sector	Total
Assets	91.339.112	9.282.135	100.621.247
Investments in associated companies	13.303.791	-	13.303.791
Total Assets	104.642.903	9.282.135	113.925.038
Total liabilities	58.171.497	6.048.695	64.220.192
Capital expenditures	670.349	-	670.349

Sectors' assets include pipe stocks, intangible assets, receivables from clients and other receivables. The nonallocated assets include deferred taxes, tangible assets, derivatives used to hedge future commercial transactions, financial assets at fair market value, through results, cash and cash equivalents, taxation, raw and indirect materials, investment in associates, other receivables.

The sectors' liabilities include liabilities from transactions with suppliers, clients' downpayments, provisions, accrued income, accrued expenses and other long-term liabilities. The non-allocated liabilities include loans, taxes, derivatives, subsidies, provisions on personnel and other liabilities.

Investments in tangible assets include cash outflows for the purchase of tangible assets.

Assets and liabilities, as they appear in the financial reports that are addressed to the General Manager, are valuated according to the same accounting principle as those of the financial statements. Assets are allocated according to their function in each sector.



31/12/2012	Assets	Liabilities
Amounts in Euros	Assels	Liabilities
Segment assets and liabilities	102.807.141	37.590.970
Unallocated:		
Tangible fixed assets	103.774.215	-
Deferred Tax Asset	73.388	11.701.352
Derivative financial instruments	134.597	109.343
Inventories	15.506.365	-
Other receivables	6.384.571	-
Financial assets at fair value through profit and loss	7.337	-
Cash & Cash equivalent	27.505.880	-
Investments in associated companies	1.075.160	-
Income tax	-	1.272.082
Loans	-	38.250.000
Liabilities for personnel compensation due to		1.068.475
withdrawal from service	-	1.000.475
Other liabilities	-	2.548.761
Total	257.268.654	92.540.983

Allocated assets and liabilities reconcile to the Group' assets and liabilities as follows:

31/12/2011	Assets	Liabilities
Amounts in Euros	700010	Elabilities
Segment assets and liabilities	113.925.037	64.220.192
Unallocated:		
Tangible fixed assets	113.723.782	-
Deferred Tax Asset	34.758	11.657.893
Derivative financial instruments	165.970	4.361.683
Inventories	35.648.341	-
Other receivables	12.013.577	-
Financial assets at fair value through profit and loss	7.337	-
Cash & Cash equivalent	23.334.335	-
Investments in associated companies	1.065.800	-
Income tax	74.471	853.258
Loans	-	64.244.789
Liabilities for personnel compensation due to		1,177.699
withdrawal from service	-	1.177.099
Other liabilities	-	2.095.659
Total	299.993.408	148.611.173

The Company is established in Greece. The Company channel the largest part of its sales to countries of Eurozone, other European countries, Asia, America and Africa.

Sales	CONSOLIDATED FIGURES			
Amounts in Euros	12months until 31/12/2012	12months until 31/12/2011		
Greece	40.275.428	9.102.042		
Euro zone	32.867.370	105.929.094		
Other European Countries	21.899.502	44.233.043		
Asia	3.257.556	29.532.960		
America	136.074.391	75.189.383		
Africa	292.227	157.122		
Total	234.666.474	264.143.644		

Sales are referred to the country that the costumers are established.

Sales of  $\notin$  163.126.858 (2011:  $\notin$  170.676.222) are concentrated to three customers abroad seated in UK, USA, France and one domestic (six in 2011 seated in UK, USA, Italy, France, Austria, Saudi Arabia). However such a situation is not rare, since the Company undertakes large scale projects. The said transactions were for energy pipes.



All total current assets other than investments in associates and deferred tax assets, sorted geographically, are analyzed below:

	238.415.788	285.589.059
Poland	14.332	36.288
America	6.678.625	29.137.083
Eurozone	8.739	8.040
Greece	231.714.092	256.407.648
Amounts in Euros	31/12/2012	31/12/2011

All non-current assets other than investments in associates and deferred tax assets are located in Greece  $\notin$  109.003.846 (2011:  $\notin$  118.846.045), in other countries of the Eurozone  $\notin$  0 (2011:  $\notin$  0) and America  $\notin$  39.021 (2011:  $\notin$  29.078).

Assets refer to the country where they are located.

## **Capital expenditures**

Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011
Greece	1.669.673	1.371.521
America	46.506	5.067
Total	1.716.179	1.376.588

Capital expenditures refer to the country where the assets are located.

# Analysis of revenue by category

Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011
Sales of merchandise and products	226.710.121	253.490.991
Income from services	2.440.335	10.080.806
Other	5.516.018	571.847
Total	234.666.474	264.143.644



# 6) <u>Tangible Fixed assets</u>

CONSOLIDATED FIGURES Amounts in Euros	Land	Buildings	Machinery	Vehicles	Furnitures, fittings and equipment	Assets under construction	Total
Cost					•••		
Balance as of January 1 2011	12.364.128	44.272.941	140.356.081	1.811.771	2.130.375	134.752	201.070.048
Foreign exchange differences	-	-	-	-	4.841	-	4.841
Additions	-	23.831	122.561	1.500	64.490	1.164.207	1.376.589
Reclassifications	-	-	504.202	-	-	-504.202	-
Balance as of December 31 2011	12.364.128	44.296.772	140.982.844	1.813.271	2.199.706	794.757	202.451.478
Accumulated depreciation							
Balance as of January 1 2011	-	-15.109.280	-59.097.696	-1.470.367	-1.733.892	-	-77.411.235
Foreign exchange differences	-	-	-	-	-4.599	-	-4.599
Depreciation of the year (Note 23)	-	-2.209.943	-8.845.101	-82.447	-174.432	-	-11.311.923
Reclassifications	-	-	-	-	61	-	61
Balance as of December 31 2011	-	-17.319.223	-67.942.797	-1.552.814	-1.912.862	-	-88.727.696
Undepreciated value as of 31 December 2011	12.364.128	26.977.549	73.040.047	260.457	286.844	794.757	113.723.782
Cost							
Balance as of January 1 2012	12.364.128	44.296.772	140.982.844	1.813.271	2.199.706	794.757	202.451.478
Foreign exchange differences	-	-	-	-	-3.018	-	-3.018
Additions	-	35.795	635.001	-	339.868	705.516	1.716.180
Sales (Note 32)	-	-	-	-12.050	-37.078	-	-49.128
Reclassifications	-	-	640.992	-	702.262	-1.343.254	-
Balance as of December 31 2012	12.364.128	44.332.567	142.258.837	1.801.221	3.201.740	157.019	204.115.512
Accumulated depreciation							
Balance as of January 1 2012	-	-17.319.223	-67.942.797	-1.552.815	-1.912.862	-	-88.727.697
Foreign exchange differences	-	-	-	-	2.489	-	2.489
Depreciation of the year (Note 23)	-	-2.211.472	-9.018.090	-80.777	-330.006	-	-11.640.345
Sales (Note 32)	-	-	-	10.058	14.198	-	24.256
Balance as of December 31 2012	-	-19.530.695	-76.960.887	-1.623.534	-2.226.181	-	-100.341.297
Undepreciated value as of 31 December 2012	12.364.128	24.801.872	65.297.950	177.687	975.559	157.019	103.774.216

COMPANY FIGURES							
Amounts in Euros	Land	Buildings	Machinery	Vehicles	Furnitures, fittings and equipment	Assets under construction	Total
Cost							
Balance as of January 1 2011	12.364.128	44.272.941	139.885.648	1.811.771	1.977.222	134.752	200.446.462
Additions	-	23.831	122.561	1.500	59.424	1.164.207	1.371.523
Reclassifications	-	-	504.202	-	-	-504.202	-
Balance as of December 31 2011	12.364.128	44.296.772	140.512.411	1.813.271	2.036.646	794.757	201.817.985
Accumulated depreciation							
Balance as of January 1 2011	-	-15.109.280	-58.627.263	-1.470.367	-1.615.933	-	-76.822.843
Depreciation of the year (Note 23)	-	-2.209.943	-8.845.101	-82.447	-162.947	-	-11.300.438
Balance as of December 31 2011	-	-17.319.223	-67.472.364	-1.552.814	-1.778.880	-	-88.123.281
Undepreciated value as of 31 December 2011	12.364.128	26.977.549	73.040.047	260.457	257.766	794.757	113.694.704
Cost							
Balance as of January 1 2012	12.364.128	44.296.772	140.512.411	1.813.271	2.036.646	794.757	201.817.985
Additions	-	35.795	635.000	-	293.364	705.516	1.669.675
Sales (Note 32)	-	-	-	-12.050	-1.426	-	-13.476
Reclassifications	-	-	640.992	-	702.262	-1.343.254	-
Balance as of December 31 2012	12.364.128	44.332.567	141.788.403	1.801.221	3.030.846	157.019	203.474.184
Accumulated depreciation							
Balance as of January 1 2011	-	-17.319.223	-67.472.364	-1.552.814	-1.778.880	-	-88.123.281
Depreciation of the year (Note 23)	-	-2.211.473	-9.018.089	-80.778	-316.216	-	-11.626.556
Sales (Note 32)	-	-	-	10.058	789	-	10.847
Balance as of December 31 2012	-	-19.530.696	-76.490.453	-1.623.534	-2.094.307	-	-99.738.990
Undepreciated value as of 31 December 2012	12.364.128	24.801.871	65.297.950	177.687	936.539	157.019	103.735.194



The expenditure with regard to depreciation has been recorded in the Statement of Comprehensive Income as follows:

	CONSOLIDAT	CONSOLIDATED FIGURES COMPANY FIGURES		
Amounts in Euros	12 months until 12 months until 1 31/12/2012 31/12/2011		12 months until 31/12/2012	12 months until 31/12/2011
Cost of sales	8.879.146	9.724.075	8.879.146	9.724.075
Administrative expenses	233.657	60.655	219.866	49.170
Selling expenses	234.273	131.382	234.273	131.382
Other income / (expenses)	2.293.269	1.395.813	2.293.269	1.395.813
Total	11.640.345	11.311.925	11.626.554	11.300.440

Mortgages amounting of  $\notin$  73.200.000 (2011:  $\notin$  73.200.000) have been filed against the Group's and the Company's real estate.

Outstanding borrowings related to the forementioned mortgages are amounting to  $\notin 0$  (2011:  $\notin 2.981.370$ ). There is an ongoing procedure in the mortgage bureau in order to lift the mentioned mortgages.

The Statement of Comprehensive Income includes leasing fees of  $\notin$  583.450 (2011: 650.594) and  $\notin$  525.632 (2011:  $\notin$  595.717) for the Group and the Company respectively, for leasing vehicles, buildings and machinery (note 23).

# 7) <u>Intangible Assets</u>

The Group's and the Company's intangible assets are the following:

Amounts in Euros	Development Expenses	Total
Cost		
Balance as of January 1 2012	374.244	374.244
Balance as of December 31 2012	374.244	374.244
Accumulated depreciation		
Balance as of January 1 2012	-373.444	-373.444
Depreciation of the year (note 23)	-800	-800
Balance as of December 31 2012	374.244	374.244
Undepreciated value as of 31 December 2012	-	-

Amounts in Euros	Development Expenses	Total
Cost		
Balance as of January 1 2011	374.244	374.244
Balance as of December 31 2011	374.244	374.244
Accumulated depreciation		
Balance as of January 1 2011	-367.061	-367.061
Depreciation of the year (note 23)	-6.383	-6.383
Balance as of December 31 2011	-373.444	-373.444
Undepreciated value as of 31 December 2011	800	800

Depreciation is included in the cost of sales

#### 8) <u>Investments in subsidiaries</u>

Amounts in Euros	COMPANY FIGURES			
	31/12/2012	31/12/2011		
Beginning balance	11.345.179	11.345.179		
Additions	-	-		
Sales	-	-		
Closing balance	11.345.179	11.345.179		



The Company's subsidiaries that are not listed on the stock exchange are as follows:

Company	Country	Acquisition value at beginning of period	Additions	Sales	Acquisition value at end of period	Direct holding percentage	Indirect holding percentage
2012							
CPW AMERICA CO.	America	-	-	-	-	0,00%	100%
HUMBEL Ltd	Cyprus	10.751.724	-	-	10.751.724	100%	0,00%
WARSAW TUBULARS TRADING Sp. z.o.o.	Poland	593.455	-	-	593.455	100%	0,00%
Total		11.345.179	-	-	11.345.179		

Company	Country	Acquisition value at beginning of period	Additions	Sales	Acquisition value at end of period	Direct holding percentage	Indirect holding percentage
2011							
CPW AMERICA CO.	America	-	-	-	-	0,00%	100%
HUMBEL Ltd	Cyprus	10.751.724	-	-	10.751.724	100%	0,00%
WARSAW TUBULARS TRADING Sp. z.o.o.	Poland	593.455	-	-	593.455	100%	0,00%
Total		11.345.179	-	-	11.345.179		

# 9) <u>Investments in associates</u>

Amounts in Euros	CONSOLIDATE	D FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Beginning balance	14.369.590	12.544.520	1.073.950	1.073.950	
Foreign exchange difference	447.070	-464.693	-	-	
Share of profit from associated companies	5.309.816	3.081.948	-	-	
Dividends	-1.346.998	-792.185	-	-	
Closing balance	18.779.478	14.369.590	1.073.950	1.073.950	

The share of profit from associated companies is after tax deductions.

The Group share in Assets, Liabilities, Revenues, Expenses and Profits/(Losses) after tax, of associated companies is illustrated below:

Company	Country	Assets	Liabilities	Sales	Profit /(Loss) after tax	Participation
Amounts in Euros						
2012						
DIAVIPETHIV S.A.	Greece	2.802.895	1.739.303	254.294	8.755	21,75%
ZAO TMK – CPW	Russia	25.583.484	7.878.653	38.604.441	5.301.061	49,00%
		28.386.379	9.617.956	38.858.735	5.309.816	

Company	Country	Assets	Liabilities	Sales	Profit /(Loss) after tax	Participation
Amounts in Euros						
2011						
DIAVIPETHIV S.A.	Greece	2.807.176	1.752.340	293.584	19.081	21,75%
ZAO TMK – CPW	Russia	17.054.740	3.751.930	30.834.714	3.062.867	49,00%
		19.861.916	5.504.270	31.128.298	3.081.948	



# 10) <u>Financial instruments</u>

# a) Financial instruments by category

# Consolidated figures at 31/12/2012

Amounts in Euros Assets	Borrowings and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Total
Trade and other receivables	52.201.089	-	-	52.201.089
Cash and cash equivalents	27.505.880	-	-	27.505.880
Short-term derivative financial instruments	-	-	134.597	134.597
Short-term financial assets at fair value through results	-	7.337	-	7.337
Total	79.706.969	7.337	134.597	79.848.903

Amounts in Euros Liabilities	Derivatives used for hedging	Other financial liabilities	Total
Long-term loans	-	12.000.000	12.000.000
Short-term loans	-	26.250.000	26.250.000
Derivative financial instruments (short-term)	109.343	-	109.343
Suppliers and other liabilities	-	23.282.909	23.282.909
Other short-term financing liabilities	-	11.660.906	11.660.906
Total	109.343	73.193.815	73.303.158

# Consolidated figures at 31/12/2011

Amounts in Euros Assets	Borrowings and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Total
Trade and other receivables	58.128.474	-	-	58.128.474
Cash and cash equivalents	23.334.335	-	-	23.334.335
Short-term derivative financial instruments	-	-	165.970	165.970
Short-term financial assets at fair value through results	-	7.337	-	7.337
Other short-term financing assets	14.915.976	-	-	14.915.976
Total	96.378.785	7.337	165.970	96.552.092

Amounts in Euros Liabilities	Derivatives used for hedging	Other financial liabilities	Total
Long-term loans	-	9.000.000	9.000.000
Short-term loans	-	55.244.789	55.244.789
Derivative financial instruments (short-term)	4.361.683	-	4.361.683
Suppliers and other liabilities	-	50.163.831	50.163.831
Total	4.361.683	114.408.620	118.770.303

# Company figures at 31/12/2012

Amounts in Euros Assets	Borrowings and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Total
Trade and other receivables	50.429.786	-	-	50.429.786
Cash and cash equivalents	22.871.079	-	-	22.871.079
Short-term derivative financial instruments	-	-	134.597	134.597
Short-term financial assets at fair value through results	-	7.337	-	7.337
Total	73.300.865	7.337	134.597	73.442.799



Amounts in Euros Liabilities	Derivatives used for hedging	Other financial liabilities	Total
Long-term loans	-	12.000.000	12.000.000
Short-term loans	-	26.250.000	26.250.000
Derivative financial instruments (short-term)	109.343	-	109.343
Suppliers and other liabilities	-	21.133.311	21.133.311
Other short-term financing liabilities	-	11.660.906	11.660.906
Total	109.343	71.044.217	71.153.560

Company figures at 31/12/2011

Amounts in Euros Assets	Borrowings and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Total
Trade and other receivables	50.277.594	-	-	50.277.594
Cash and cash equivalents	16.825.856	-	-	16.825.856
Short-term derivative financial instruments	-	-	165.970	165.970
Short-term financial assets at fair value through results	-	7.337	-	7.337
Other short-term financing assets	14.915.976	-	-	14.915.976
Total	82.019.426	7.337	165.970	82.192.733

Amounts in Euros Liabilities	Derivatives used for hedging	Other financial liabilities	Total
Long-term loans	-	9.000.000	9.000.000
Short-term loans	-	55.244.789	55.244.789
Derivative financial instruments (short-term)	4.361.683	-	4.361.683
Suppliers and other liabilities	-	48.602.772	48.602.772
Total	4.361.683	112.847.561	117.209.244

# b) Credit quality of financial assets

Derivative financial instruments (assets):

The credit quality of derivative financial assets according to external credit rating (FITCH) is presented below:

Amounts in	Consolidated and Company figures	Consolidated and Company figures
Euros	31/12/ 2012	31/12/ 2011
В-	-	165.970
CCC	134.597	-
Total	134.597	165.970

The credit quality of cash at bank and short-term bank deposits according to external credit rating (FITCH) is presented below:

	CONSOLIDA	CONSOLIDATED FIGURES		FIGURES
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
AA	-	51.406	-	51.406
AA-	697.260	-	697.260	-
A+	2.242	10.547	2.242	10.547
А	4.619.525	6.470.893	-	-
BBB-	-	25.926	-	23.885
BB-	25.266	-	24.078	-
В-	-	16.771.051	-	16.735.745
CCC	22.155.272	-	22.141.311	-
Σύνολο	27.499.565	23.329.823	22.864.892	16.821.583



# 11) Inventories

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY	FIGURES
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Finished products	19.445.734	28.065.122	19.261.235	27.550.195
Semi-finished products	13.000.125	-	13.000.125	-
By-products and scrap material	127.534	157.091	127.534	157.091
Work in progress	125.675	718	125.675	718
Raw and indirect materials	12.460.146	32.719.639	12.460.146	32.719.639
Consumables - spare parts & packaging materials	3.046.218	2.928.701	3.046.218	2.928.701
Advances for inventories purchase	1.610.967	81	1.610.967	81
Total	49.816.399	63.871.352	49.631.900	63.356.425
Less: Provision for Impairment of inventories:				
Finished products	-2.373.776	-198.468	-2.373.776	-198.468
Total net value	47.442.623	63.672.884	47.258.124	63.157.957

The cost of stocks that was recorded as an expense in the cost of sales amounts to  $\notin$  161.512.082 (2011:  $\notin$  193.011.266) and  $\notin$  143.866.810 (2011:  $\notin$  180.979.955) for the Group and the Company respectively (note 23).

During the fiscal year stocks were estimated at the lower value between their cost and their net liquid value. The net liquid value was estimated based on the sales price of finished products (accepted pipes) in an active market. The net liquid value of certain finished products was lower, and as a result thereof an impairment loss in the amount of  $\notin 2.373.776$  (2011:  $\notin 198.468$ ) for the Group and the Company.

#### 12) <u>Trade and other receivables</u>

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES	
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Trade receivables	54.476.103	65.580.568	52.799.075	43.622.781
Less: provision for impairment of trade receivables	-9.729.903	-9.909.581	-9.664.667	-9.843.115
Trade receivables net	44.746.200	55.670.987	43.134.408	33.779.666
Other down payments	1.357.713	913.555	1.286.092	889.127
Receivables from related parties (note 35)	10.855.916	6.463.201	10.696.405	20.505.482
Improvement in third party building installations	759.595	842.314	759.595	842.314
Indemnification from insurance companies	-	541.000	-	541.000
Greek State	169.998	5.262.448	169.998	5.261.720
Purchases in transit	1.661.714	-	1.661.714	-
Total	59.551.136	69.693.505	57.708.212	61.819.309
Current Assets	54.282.484	64.542.962	52.439.560	56.668.766
Non-Current Assets	5.268.652	5.150.543	5.268.652	5.150.543
Total	59.551.136	69.693.505	57.708.212	61.819.309

The long term-receivables included in the non-current assets for the Group and Company are analysed as follows:

a) Long-term receivables included in non-current assets  $\notin$  696.239 (2011:  $\notin$  295.980) concern guarantees to third parties within the framework of the Company's activities and do not have a specific maturity date.

b) amount of  $\notin$  676.876 (2011:  $\notin$  752.757) is related to undepreciated part of expenses regarding improvements made in Company's buildings installations and are on operational lease. Because of these improvements, the Company's is charged with reduced lease. The expenses in question are amortized according to the length of the lease, which will cease at 01/07/2021, and are recognized in the statement of profit and loss as leasing fees. The portion of the expense that relates to the next financial year, amounting to  $\notin$  82.718 is recognized in the current assets.

c)  $\in$  292.514 (2011  $\in$  498.781) relates to advance on lease regarding the above-mentioned building installations. The said advance is offset with future liabilities of the same nature up until 2013. The portion of the offset amount advanced for the next financial year ( $\notin$  201.728) is recognized in the current assets.

d) In 2011 the amount of  $\notin$  9.129.846 relating to trade receivables and recognized in the non current assets in 2010 was transferred to the current assets.



e) Amount of € 3.603.023 (2011: € 3.603.023).

Further to the approval of the Regulatory Plan of the industrial zone in Thisvi (No 5931/28-9-2006) and the resolution of the General Secretary of Sterea Ellada region, the subsidiary DIA.VI.PE.THIV. S.A. (Thisvi industrial zone's administrator) received total surface of 195 acres and another 281 acres for communal needs of the companies settled in the said industrial zone. The land in question was given up by the companies being settled in the industrial zone. In this framework, Corinth Pipeworks S.A. gave up land of 145.471 sq.m. with a value of  $\notin$  3.603.023, transaction being posted as a long-term receivable (included in other assets) from DIA.VI.PE.THIV. S.A, since Law 2545/97 (art.5) stipulates that the said land will be returned to its owners if the administrator ceases its operation.

The credit risk regarding receivables from clients is not concentrated since the Group has a large number of clients that are internationally dispersed.

As of 31/12/2012 trade receivables of  $\notin 32.140.789(2011: \notin 23.928.596)$  and  $\notin 33.291.618(2011: \notin 45.281.307)$  concern clients without delay in their payments, for the Company and the Group respectively.

Trade receivables that are less than three months past due are not considered impaired. As of 31/12/2012 Trade receivables that were past due but not impaired  $\notin 2.055.690$  (2011:  $\notin 813.330$ ) for the Group and  $\notin 1.594.727$  (2011:  $\notin 274.719$ ) for the Company. These relate to a number of independent customers for whom there is no recent history of default. The ageing of these receivables are shown in the table below:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Luios	31/12/2012	31/12/2012 31/12/2011 31/12/2		31/12/2011	
Trade receivables					
0-3 months	1.799.392	654.931	1.416.228	116.089	
3-6 months	125.005	45	47.206	45	
> 6 months	131.293	158.353	131.293	158.585	
Total	2.055.690	813.329	1.594.727	274.719	

Receivables from related parties that are less than three to five months past due are not considered impaired. As of 31/12/2012 Trade receivables that were past due but not impaired  $\notin$  4.476.360 for the Group and Company (2011:  $\notin$  668.281 for the Group and  $\notin$  668.281 for the Company). These relate to related parties for which there is no recent history of default. The ageing of these receivables are shown in the table below:

Amounts in Euros	CONSOLIDATED FIGURES		COMPANY FIGURES	
Amounts in Euros	31/12/2012 31/12/2011		31/12/2012	31/12/2011
Receivables from related parties				
0-3 months	1.354.039	485.082	1.354.039	485.082
3-6 months	1.701.626	96.937	1.701.626	96.937
> 6 months	1.420.695	86.262	1.420.695	86.262
Total	4.476.360	668.281	4.476.360	668.281

The amount of € 3.603.023 (2011: € 3.603.023) is not included in the ageing – see forementioned comment.

The amounts recognised as provision usually are written off since they are not expected to be collected by the specific customers.



Movements to the Group's and the Company's provision for impairment of trade receivables are presented below:

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Beginning balance	9.909.581	9.737.023	9.843.115	9.699.564	
Provisions	-	25.862	-	-	
Financial income from discounted asset (note 28)	-36.789	-147.158	-36.789	-147.158	
Foreign exchange differences	-142.889	293.854	-141.659	290.709	
Closing balance	9.729.903	9.909.581	9.664.667	9.843.115	

The movement of the forementioned provision has been recognised in the income statement as follows:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPAN	Y FIGURES
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Distribution cost	141.658	-290.709	141.658	-290.709
Administrative expenses	1.230	-29.007	-	-
Financial income	36.789	147.158	36.789	147.158
Total	179.677	-172.558	178.447	-143.551

The ageing of the receivables from impaired clients are shown in the table below:

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Luios	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
> 6 months	19.128.794	19.485.930	19.063.559	19.419.464	
Total	19.128.794	19.485.930	19.063.559	19.419.464	

During FY 2010 the Company proceeded to an impairment of receivables (\$ 24.864.102 or  $\notin$  18.627.586) being the result of delay in its collection. On 31/12/2012, the same amount is valuated at  $\notin$  18.860.731. Collection of the amount of  $\notin$  18.350.404, which the Company retained as collateral for aforementioned receivables, was not successful. While Company's judicial actions, both in Greece and other jurisdictions, for the collection of the aforementioned debt are ongoing and while no final judgments have been issued, the Company considers that for the moment there is no reason to revise the provisions amounting to  $\notin$  9.462.843 (2011:  $\notin$  9.641.291) that has formed in its financial statements. Management estimates that potential loss will not exceed the impaired amount.

During FY 2010, the company discounted the non impaired portion of the receivable with an annual discounted rate of 1,58% for 15 months.

In order to ensure its rights, according to the decision taken by the First Instance Court of Athens during the procedures related to provisional and protective measures, the company imposed a prudent attachment on the property of third party involved in the mentioned case.

For FY 2012 there were no changes regarding the collection of the due amount.

For FY 2012 and 2011, all variations in the above mentioned amounts are related to foreign exchange differences.

The carrying amounts of the Group's and the Company's trade and other receivables are denominated in the following currencies:

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Euro	46.938.560	37.755.949	46.931.008	37.749.951	
US Dollar	12.063.932	31.718.059	10.228.480	23.849.738	
Zloty	371	328	451	451	
UK Pound	547.247	214.293	547.247	214.293	
United Arabic Emirates Dirham	1.026	1.027	1.026	1.027	
Algerian Dinar	-	3.849	-	3.849	
Total	59.551.136	69.693.505	57.708.212	61.819.309	

The other classes within trade and other receivables do not contain impaired assets.

The maximum exposure to credit risk at the reporting date for the Group and the Company is the carrying value of trade and other receivables which is almost equal to their fair value.

The Good performance guarantees given to customers are presented below:

Amounts in Euros	CONSOLIDATE	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Good performance guarantees given to customers	30.374.642	25.747.215	30.374.642	25.747.215	
Total	30.374.642	25.747.215	30.374.642	25.747.215	

## 13) Derivative financial instruments

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Current Assets					
Forward foreign exchange contracts – cash flow hedges	134.597	165.970	134.597	165.970	
Total	134.597	165.970	134.597	165.970	
Short-term Liabilities					
Forward foreign exchange contracts – cash flow hedges	109.343	4.361.683	109.343	4.361.683	
Total	109.343	4.361.683	109.343	4.361.683	
Amounts recognised in the income statement as income (or expense)	-4.647.903	-719.767	-4.647.903	-719.767	

The ineffective portion arising from cash flow hedge amounting to  $\notin$  -71.611 (2011:  $\notin$  135.748) was recognised in the income statement.

The maximum exposure to credit risk at 31/12/2012 for the Group and the Company is the fair value of the derivative assets in the Statement of Financial Position.

The derivative financial instruments are classified in the non current assets/long-term liabilities when the remaining period (maturity date) exceeds 12 months, and in current assets/short-term liabilities when the remaining period (maturity date) is shorter than 12 months.

#### Forward foreign exchange contracts

The notional principal amounts of the outstanding forward foreign exchange contracts on 31/12/2012 were USD 21.290.843 and GBP 349.760 compared to USD 105.449.075 and GBP 140.000 on 31/12/2011. Gains and losses from forward foreign exchange contracts recognised, in equity, on 31/12/2012 will be transferred to the Statement of Comprehensive Income in various dates, between one to four months from the Balance Sheet date.

## 14) Financial assets at fair value through profit or loss

Amounts in Euros	CONSOLIDATED FIGURES	COMPANY FIGURES
Balance on January 1, 2012	7.337	7.337
Sales	-	-
Changes in fair value	-	-
Balance on December 31, 2012	7.337	7.337
Current Assets	7.337	7.337
Total	7.337	7.337

The financial assets at fair value through profit or loss include the following:

Amounts in Euros	CONSOLIDATED FIGURES	COMPANY FIGURES
	31/12/2012	31/12/2012
Not-listed securities		
- Greek securities	7.337	7.337
Total	7.337	7.337



Amounts in Euros	CONSOLIDATED FIGURES	COMPANY FIGURES
Balance on January 1, 2011	7.337	7.337
Sales	-	-
Changes in fair value	-	-
Balance on December 31, 2011	7.337	7.337
Current Assets	7.337	7.337
Total	7.337	7.337

The financial assets at fair value through profit or loss include the following:

Amounts in Euros	CONSOLIDATED FIGURES	COMPANY FIGURES
	31/12/2011	31/12/2011
Not-listed securities		
- Greek securities	7.337	7.337
Total	7.337	7.337

Fair value profits/(losses), including profits/(losses) from sale of financial assets at fair value through results, are recorded in the Statement of Comprehensive Income into other operating income (net) - (see note 27) and additionally are presented in the net cash flows from operating activities in the cash flow statement.

# 15) Cash & Cash equivalents

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Cash on hand	6.315	4.512	6.187	4.273	
Cash at banks	27.499.565	23.329.823	22.864.892	16.821.583	
Total	27.505.880	23.334.335	22.871.079	16.825.856	

# 16) Share capital and premium

Amounts in Euros	Number of shares	Ordinary shares	Share premium	Total
December 31, 2011	124.170.201	96.852.757	27.427.850	124.280.607
December 31, 2012	124.170.201	96.852.757	27.427.850	124.280.607

The total number of approved common shares amounts to 124.170.201 shares (2011: 124.170.201 shares) of a nominal value of 0,78 Euros each (2011: 0,78 Euros each). All issued shares have been paid up in full.



# 17) Other reserves

CONSOLIDATED FIGURES								
Amounts in Euros	Ordinary reserve	Fair Value Reserve	Extra- ordinary reserves	Untaxed reserves	Other reserves	Total	Foreign exchange Differences from the Consolidation of foreign subsidiaries	Total
Balance on January 1, 2011	1.983.668	-939.499	2.640.148	9.385.491	90.284	13.160.092	-2.010.311	11.149.781
Foreign exchange difference	-	-	-	-	-	-	-427.855	-427.855
Transfer of reserve	215.781	-	-	-	-	215.781	-	215.781
Loss after tax from change of fair market value of cash flow hedge	-	-2.308.474	-	-	-	-2.308.474	-	-2.308.474
Balance on December 31, 2011	2.199.449	-3.247.973	2.640.148	9.385.491	90.284	11.067.399	-2.438.166	8.629.233
Balance on January 1, 2012	2.199.449	-3.247.973	2.640.148	9.385.491	90.284	11.067.399	-2.438.166	8.629.233
Foreign exchange difference	-	-	-	-	-	-	351.138	351.138
Transfer of reserve	173.287	-	-	2.065.711	-	2.238.998	-	2.238.998
Profit after tax from change of fair market value of cash flow hedge	-	3.319.485	-	-	-	3.319.485	-	3.319.485
Balance on December 31, 2012	2.372.736	71.512	2.640.148	11.451.202	90.284	16.625.882	-2.087.028	14.538.854

COMPANY FIGURES						
Amounts in Euros	Ordinary reserve	Fair Value Reserve	Extra- ordinary reserves	Untaxed reserves	Other reserves	Total
Balance on January 1, 2011	1.983.668	-939.499	2.640.148	9.385.491	90.284	13.160.092
Transfer of reserve	215.781	-	-	-	-	215.781
Loss after tax from change of fair market value of cash flow hedge	-	-2.308.474	-	-	-	-2.308.474
Balance on December 31, 2011	2.199.449	-3.247.973	2.640.148	9.385.491	90.284	11.067.399
Balance on January 1, 2012	2.199.449	-3.247.973	2.640.148	9.385.491	90.284	11.067.399
Transfer of reserve	173.287	-	-	2.065.711	-	2.238.998
Profit after tax from change of fair market value of cash flow hedge	-	3.319.485	-	-	-	3.319.485
Balance on December 31, 2012	2.372.736	71.512	2.640.148	11.451.202	90.284	16.625.882

#### (a) Statutory reserve

Pursuant to the provisions of articles 44 and 45 of Codified Law 2190/1920 the statutory reserve is formed and used as follows: At least 5% of the true (accounting) net profits of each fiscal year is mandatorily withheld in order to form the statutory reserve until the accumulated amount thereof amounts to at least 1/3 of the nominal share capital. The statutory reserve may be used to cover losses following a decision of the Ordinary General Meeting of the shareholders and may not be used for any other reason.

#### (b) Extraordinary reserves

This reserve has been formed following a decision of the Ordinary General Meeting that convened in previous fiscal years. It does not have a specific use and may be used for any purpose following a decision of the Ordinary General Meeting.

#### (c) Untaxed reserves

#### Special law untaxed reserves

The Company monitors the reserves that are formed from net profits, which, pursuant to special provisions of incentive laws that are in force each time, are not taxed whereas they were used for the acquisition of new production equipment. In other words, these reserves are formed from net profits for which a tax is not estimated or paid.



#### Reserves from income exempted from taxation and from income taxed by special laws.

These reserves include part of the non-distributed net profits of each fiscal year that emanates from income exempted from taxation and income taxed by special laws with the exhaustion of the tax liability.

The aforementioned reserves may be capitalised and distributed (after the restrictions that may apply each time are taken into consideration) following a decision of the Ordinary General Meeting of the shareholders.

In case where distribution is decided, the Company will be called to pay the corresponding tax.

#### 18) **Borrowings**

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Long-Term borrowings					
Debentures	12.000.000	9.000.000	12.000.000	9.000.000	
Total Long-Term borrowings	12.000.000	9.000.000	12.000.000	9.000.000	
Short-Term borrowings					
Bank loans	22.250.000	44.744.789	22.250.000	44.744.789	
Debentures	4.000.000	10.500.000	4.000.000	10.500.000	
Total Short-Term borrowings	26.250.000	55.244.789	26.250.000	55.244.789	
Total borrowings	38.250.000	64.244.789	38.250.000	64.244.789	

The amount of  $\notin$  4.000.000 that was recognized at 31/11/2011 in the short-term borrowings was transferred to the long-term borrowings due to a change in the terms of the loan contract.

The Group's exposure to interest rates risk as well as the contractual dates of resetting interest rates are as follows:

Amounts in Euros	CONSOLIDATED FIGURES		CONSOLIDATED FIGURES		COMPANY	' FIGURES
	31/12/2012	31/12/2011	31/12/2012	31/12/2011		
Less than 6 months	38.250.000	58.763.419	38.250.000	58.763.419		
6 to 12 months	-	2.500.000	-	2.500.000		
Total	38.250.000	61.263.419	38.250.000	61.263.419		

The maturity dates of long-term loans are as follows:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Between 1 and 2 years	8.000.000	4.000.000	8.000.000	4.000.000	
Between 2 and 5 years	4.000.000	5.000.000	4.000.000	5.000.000	
Total	12.000.000	9.000.000	12.000.000	9.000.000	

All of the Group's loans are in Euros.

The long-term borrowings mature until 2015 and the effective weighted average interest rates that were applicable on the balance sheet date were as follows:

	CONSOLIDA	TED FIGURES	COMPAN	FIGURES
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Bank Loans (Long term)	-	5,61%	-	5,61%
Bank Loans (short term)	5,95%	6,50%	5,95%	6,50%
Debentures	4,75%	5,21%	4,75%	5,21%



The fair value of long-term borrowings is the following:

Company and Group figures					
Amounts in Euros					
Long-term borrowings	31/12/2012	31/12/2011			
Debentures	12.000.000	9.000.000			
Total	12.000.000	9.000.000			

The fair market values of short-term loans are equal to their book values, as the effect from discount is immaterial.

For 2012 and 2011 there is no long-term borrowings with fixed interest rate.

The Group has unused credit lines of  $\notin$  46.814.895 (2011:  $\notin$  64.357.979) in order to cover any future financial needs. These credit lines are mentioned in variable rate contracts and they do not have a determined date of expiration.

# 19) <u>Deferred income tax</u>

Deferred tax claims and liabilities are offset when there is an applicable legal right to offset current tax claims with current tax liabilities and when deferred income taxes concern the same tax principle. The amounts offset are illustrated below:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2012 31/12/2011		31/12/2011	
Deferred tax asset	-73.388	-34.758	-	-	
Deferred tax liability	11.701.353	11.657.893	11.980.577	11.995.501	
Total	11.627.965	11.623.135	11.980.577	11.995.501	

Most of the deferred tax assets are recoverable after 12 months. Most of the tax liabilities are payable after 12 months.

The total change in deferred income tax is as follows:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Balance at the beginning of the year	11.623.135	12.073.375	11.995.501	12.475.669	
Foreign exchange difference	1.789	-3.314	-	-	
Charged/(credited) to the statement of comprehensive income (note 29)	-826.830	130.191	-844.795	96.949	
Charged/(credited) directly to other comprehensive. Income (note 29)	829.871	-577.117	829.871	-577.117	
Balance at year-end	11.627.965	11.623.135	11.980.577	11.995.501	

Changes in deferred tax assets and liabilities during the year, without taking into consideration the offset of balances for the same tax authority, are the following:



Deferred tax liabilities:

CONSOLIDATED FIGURES	Tangible assets/Difference in depreciation	Recognition of income	Other	Total
Amounts in Euros				
Balance on 1/1/2011	12.149.303	7	1.151.985	13.301.295
Debited/(credited) to statement of comprehensive income	-40.950	242.943	-137.808	64.185
Balance on 31/12/2011	12.108.353	242.950	1.014.177	13.365.480
Balance on 1/1/2012	12.108.353	242.950	1.014.177	13.365.480
Debited/(credited) to statement of comprehensive income	-894.152	-242.950	-117.887	-1.254.989
Balance on 31/12/2012	11.214.201	-	896.290	12.110.491

## Deferred tax assets:

CONSOLIDATED FIGURES	Provisions differences	Non-recognized intangible assets	Fair value Profit	Tax losses	Total
Amounts in Euros					
Balance on 1/1/2011	-526.221	-466.825	-234.874	-	-1.227.920
Foreign exchange difference	-3.314	-	-	-	-3.314
Debited/(credited) to the statement of comprehensive income	64.461	28.695	-27.150	-	66.006
Debited/(credited) directly to other comprehensive income	-	-	-577.117	-	-577.117
Balance on 31/12/2011	-465.074	-438.130	-839.141	-	-1.742.345
Balance on 1/1/2012	-465.074	-438.130	-839.141	-	-1.742.345
Foreign exchange difference	1.789	-	-	-	1.789
Debited/(credited) to the statement of comprehensive income	-19.111	437.203	14.323	-4.256	428.159
Debited/(credited) directly to other comprehensive income	-	-	829.871	-	829.871
Balance on 31/12/2012	-482.396	-927	5.053	-4.256	-482.526

Deferred tax liabilities:

COMPANY FIGURES	Recognition of income	Tangible assets/Difference in depreciation	Other	Total
Amounts in Euros				
Balance on 1/1/2011	7	12.550.128	1.133.542	13.683.678
Debited/(credited) to the statement of comprehensive income	242.943	-102.571	-117.488	22.884
Balance on 31/12/2011	242.950	12.447.557	1.016.054	13.706.562
Balance on 1/1/2012	242.950	12.447.557	1.016.054	13.706.562
Debited/(credited) to the statement of comprehensive income	-242.950	-960.417	-117.488	-1.320.855
Balance on 31/12/2012	-	11.487.140	898.566	12.385.707

Deferred tax assets:

COMPANY FIGURES	Provisions differences	Non-recognised intangible assets	Fair value Profits	Total
Amounts in Euros				
Balance on 1/1/2011	-507.200	-465.935	-234.874	-1.208.009
Debit/(credit) recorded in the statement of comprehensive income	73.420	27.795	-27.150	74.065
Debited/(credited) directly to other comprehensive income	-	-	-577.117	-577.117
Balance 31/12/2011	-433.780	-438.140	-839.141	-1.711.061
Balance on 1/1/2012	-433.780	-438.140	-839.141	-1.711.061
Debit/(credit) recorded in the statement of comprehensive income	24.534	437.203	14.323	476.060
Debited/(credited)directly to other comprehensive income	-	-	829.871	829.871
Balance 31/12/2012	-409.246	-937	5.053	-405.130



The deferred tax that was credited to the Company's Equity during the year refers to the change in the fair value of cash flow hedging.

# 20) <u>Retirement benefit obligations</u>

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Balance sheet liabilities for:					
Pension benefits	1.068.475	1.177.699	1.068.475	1.177.699	
Income statement debit (note 24)					
Pension benefits	175.805	303.018	175.805	303.018	

The amounts that have been recognised in the statement of financial position have been designated as follows:

Amounts in Euros	CONSOLIDATE	D FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Present value of non-financed liabilities	888.934	682.271	888.934	682.271	
Non-recorded actuarial profits/(losses)	212.951	531.284	212.951	531.284	
Non-recorded cost of past service	-33.410	-35.856	-33.410	-35.856	
Liability in the statement of financial position	1.068.475	1.177.699	1.068.475	1.177.699	

The amounts that have been recognised in the statement of comprehensive income have been designated as follows:

Amounts in Euros	CONSOLIDA	CONSOLIDATED FIGURES		FIGURES
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Current service cost	71.000	82.148	71.000	82.148
Interest cost	31.252	35.777	31.252	35.777
Settlement / Curtailment / Termination Loss	96.474	204.836	96.474	204.836
Amortisation of actuarial profits	-25.367	-22.189	-25.367	-22.189
Amortisation of the cost of past service during the year	2.446	2.446	2.446	2.446
Total cost recognised in the statement of comprehensive income (note 24)	175.805	303.018	175.805	303.018

The breakdown of above amounts per expenses category is the following:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Cost of sales	177.085	98.250	177.085	98.250	
Administrative expenses	-1.280	204.768	-1.280	204.768	
Total included in employee benefits	175.805	303.018	175.805	303.018	

The liability that has been recorded in the statement of financial position is as follows:

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Net liability at the beginning of the year	1.177.699	1.208.293	1.177.699	1.208.293	
Benefice paid	-285.029	-333.612	-285.029	-333.612	
Total cost recognised in the statement of comprehensive income	175.805	303.018	175.805	303.018	
Net liability at year-end	1.068.475	1.177.699	1.068.475	1.177.699	

The main actuarial assumptions used are the following:

	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Discount rate	2,7%	4,6%	2,7%	4,6%	
Future salary increases	1,0%	1,0%	1,0%	1,0%	
Inflation	2,0%	2,0%	2,0%	2,0%	



#### Death and sickliness rates

Regarding assumptions for the death rate of men and women, the Swiss death-rate board EVK 2000 has been used. Regarding the sickliness rate the above table has been re-adjusted by 50%.

The sensitivity of the defined benefit obligation liability to changes in the weighted principal assumptions is:

	Change in assumption	Impact on overall liability
Discount rate	Increase/decrease 19%	Increase/decrease 8,2%
Salary growth rate	Increase/decrease 50%	Increase/decrease 9,3%

#### 21) <u>Provisions</u>

CONSOLIDATED FIGURES			
Amounts in Euros	Pending litigations / cases under arbitration	Indemnification to counterparties	Total
1-Jan-11	158.622	1.638.288	1.796.910
Additional provisions	-	541.000	541.000
Unused provision reversed	-15.000	-628.779	-643.779
Used provisions	-	-9.509	-9.509
31-Dec-11	143.622	1.541.000	1.684.622
Used provisions	-	-554.445	-554.445
31-Dec-12	143.622	986.555	1.130.177

COMPANY FIGURES				
Amounts in Euros	Pending litigations / cases under arbitration	Indemnification to counterparties	Total	
1-Jan-11	158.622	1.638.288	1.796.910	
Additional provisions	-	541.000	541.000	
Unused provision reversed	-15.000	-628.779	-643.779	
Used provisions	-	-9.509	-9.509	
31-Dec-11	143.622	1.541.000	1.684.622	
Used provisions	-	-554.445	-554.445	
31-Dec-12	143.622	986.555	1.130.177	

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Short-term provisions	143.622	684.622	143.622	684.622	
Long-term provisions	986.555	1.000.000	986.555	1.000.000	
Total	1.130.177	1.684.622	1.130.177	1.684.622	

## Pending litigations

The amount of the aforementioned provision is based on estimations of the Group's Legal Department. The remaining provision is expected to be used within the next year. The Management of the Company considers that the formed provision is sufficient and no additional burden is expected to arise beyond the amount provided 31/12/2012.



Indemnification to counterparties

The provision that has been formed in 2011 refers to losses that may arise as a result of the Company's contractual obligations. The provision was estimated based on historical figures and statistics for the settlement of similar cases in the past. The additional provisions of the balance year are recognised in the "distribution expenses".

During FY 2012, the Group reassessed the amount of provisions on potential liabilities and proceeded to a reduction amounting to  $\notin$  628.779 the following reasons:

a) There was a considerable improvement in the company's operations on multiple levels (production, logistics etc.) so that in the last 5 years, there was no any major claim related to contractual obligations.

b) The amount, the geographical breakdown and the nature of the current contractual obligations do not require provisions beyond the amounts as presented in the financial statements.

Moreover, based on the principle of conservatism, the Group evaluates periodically the nature of the contractual obligations and proceeds with adjustments when required. The reverse of the said amount has decreased distribution expenses.

#### 22) <u>Suppliers and other liabilities</u>

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES	
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Suppliers	18.307.507	42.468.875	17.034.033	42.104.699
Customer down payments	2.227.768	13.530.666	2.227.768	2.256.750
Social Security	675.511	756.364	675.511	756.364
Tax & duties payable	1.162.460	180.368	1.162.460	180.368
Amounts payable to affiliated companies (note 35)	1.979.504	2.048.316	1.421.023	1.615.722
Dividends payable	1.671	1.671	1.671	1.671
Other creditors	295.822	506.066	295.822	506.066
Accrued expenses	2.698.405	5.138.903	2.380.762	4.374.614
Total	27.348.648	64.631.229	25.199.050	51.796.254
Short-term liabilities	27.348.648	64.631.229	25.199.050	51.796.254
Total liabilities	27.348.648	64.631.229	25.199.050	51.796.254

#### 23) Expenses by nature

Consolidated figures - 12 months until 31/12/2012

Amounts in Euros	Notes	Cost of sales	Distribution cost	Admin. expenses	Other expenses (note 26)	Total
Payroll and employees benefits	24	-10.240.991	-2.034.222	-3.186.646	-734.398	-16.196.257
Cost of stocks recognised as expense		-161.512.082	-	-	-	-161.512.082
Energy		-2.976.848	-	-	-100.551	-3.077.399
Depreciation	6, 7	-8.879.946	-234.273	-233.657	-2.293.269	-11.641.145
Insurance fees		-380.262	-2.139.070	-42.359	-	-2.561.691
Leasing fees		-109.594	-61.735	-412.119	-	-583.448
Freight cost		-568.492	-12.818.491	-59.718	-12.830	-13.459.531
Fees to third parties		-1.894.563	-1.779.668	-1.802.427	-168.024	-5.644.682
Other (see below)		-3.967.250	-5.912.708	-1.498.947	-373.973	-11.752.878
Total		-190.530.028	-24.980.167	-7.235.873	-3.683.045	-226.429.113
Other expenses						
Consumables, packaging, spare parts		-3.230.069	-320.183	-6.096	-202.715	-3.759.063
Foreign exchange differences	30	-381.122	-1.781	-32.414	-	-415.317
Gain/(Loss) from cash flow hedge		247.932	-4.895.835	-	-	-4.647.903
Other		-603.991	-694.909	-1.460.437	-171.258	-2.930.595
Total		-3.967.250	-5.912.708	-1.498.947	-373.973	-11.752.878



Amounts in Euros	Notes	Cost of sales	Distribution cost	Admin. expenses	Other expenses (note 26)	Total
Payroll and employees benefits	24	-10.656.622	-1.820.772	-2.922.964	-496.900	-15.897.258
Cost of stocks recognised as expense		-193.011.266	-	-	-	-193.011.266
Energy		-3.104.598	-	-	-	-3.104.598
Depreciation	6, 7	-9.730.458	-131.382	-60.655	-1.395.813	-11.318.308
Insurance fees		-372.987	-2.432.265	-14.280	-	-2.819.532
Leasing fees		-138.707	-87.151	-424.736	-	-650.594
Freight cost		-612.368	-17.804.906	-60.965	-	-18.478.239
Fees to third parties		-1.611.285	-4.147.907	-1.057.658	-316.129	-7.132.979
Provisions		-	87.779	-	-3.701	84.078
Other (see below)		-3.545.663	-514.032	-2.318.529	-280.172	-6.658.396
Total		-222.783.954	-26.850.636	-6.859.787	-2.492.715	-258.987.092
Other expenses						
Consumables, packaging, spare parts		-2.906.331	-776.452	-1.383	-	-3.684.166
Foreign exchange differences	30	318.243	1.155.385	-26.773	-	1.446.855
Gain/(Loss) from cash flow hedge		-422.882	-296.885	-	-	-719.767
Other		-534.693	-596.080	-2.290.373	-280.172	-3.701.318
Total		-3.545.663	-514.032	-2.318.529	-280.172	-6.658.396

# Consolidated figures - 12 months until 31/12/2011

# Company figures - 12 months until 31/12/2012

Amounts in Euros	Notes	Cost of sales	Distribution cost	Admin. expenses	Other expenses (note 26)	Total
Payroll and employees benefits	24	-10.240.991	-2.034.222	-1.924.975	-734.398	-14.934.586
Cost of stocks recognised as expense		-143.866.810	-	-	-	-143.866.810
Energy		-2.976.848	-	-	-100.551	-3.077.399
Depreciation	6, 7	-8.879.946	-234.273	-219.866	-2.293.269	-11.627.354
Insurance fees		-380.262	-2.195.902	-16.109	-	-2.592.273
Leasing fees		-109.594	-61.735	-354.303	-	-525.632
Freight cost		-568.492	-12.780.977	-59.718	-12.830	-13.422.017
Fees to third parties		-1.896.356	-1.834.149	-1.780.225	-168.024	-5.678.754
Other (see below)		-3.967.250	-5.884.719	-1.367.278	-373.973	-11.593.220
Total		-172.886.549	-25.025.977	-5.722.474	-3.683.045	-207.318.045
Other expenses						
Consumables, packaging, spare parts		-3.230.069	-320.183	-6.096	-202.715	-3.759.063
Foreign exchange differences	30	-381.122	-1.781	-32.414	-	-415.317
Gain/(Loss) from cash flow hedge		247.932	-4.895.835	-	-	-4.647.903
Other		-603.991	-666.920	-1.328.768	-171.258	-2.770.937
Total		-3.967.250	-5.884.719	-1.367.278	-373.973	-11.593.220

# Company figures - 12 months until 31/12/2011

Amounts in Euros	Notes	Cost of sales	Distribution cost	Admin. expenses	Other expenses (note 26)	Total
Payroll and employees benefits	24	-10.656.622	-1.820.772	-2.102.773	-496.900	-15.077.067
Cost of stocks recognised as expense		-180.979.955	-	-	-	-180.979.955
Energy		-3.104.598	-	-	-	-3.104.598
Depreciation	6, 7	-9.730.458	-131.382	-49.170	-1.395.813	-11.306.823
Insurance fees		-372.987	-2.432.265	-14.280	-	-2.819.532
Leasing fees		-138.707	-87.151	-369.859	-	-595.717
Freight cost		-612.368	-17.933.051	-60.965	-	-18.606.384
Fees to third parties		-1.611.285	-4.147.906	-1.035.674	-316.129	-7.110.994
Provisions		-	87.779	-	-3.701	84.078
Other (see below)		-3.545.663	-456.596	-2.110.597	-280.172	-6.393.028
Total		-210.752.643	-26.921.344	-5.743.318	-2.492.715	-245.910.020
Other expenses						
Consumables, packaging, spare parts		-2.906.331	-776.452	-1.383	-	-3.684.166
Foreign exchange differences	30	318.243	1.155.385	-26.773	-	1.446.855
Gain/(Loss) from cash flow hedge		-422.882	-296.885	-	-	-719.767
Other		-534.693	-538.644	-2.082.441	-280.172	-3.435.950
Total		-3.545.663	-456.596	-2.110.597	-280.172	-6.393.028



	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
	31/12/2012 31/12/2011		31/12/2012	31/12/2011	
Number of employees	409	428	401	421	

# 24) <u>Employee benefit expenses</u>

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Wages & salaries	12.300.162	12.118.356	11.265.347	11.465.790	
Social security expenses	3.140.812	3.058.895	3.090.929	3.015.539	
Pension benefits (note 20)	175.805	303.018	175.805	303.018	
Other benefits	579.478	416.989	402.505	292.720	
Total	16.196.257	15.897.258	14.934.586	15.077.067	

# 25) Other operating income

	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Income from consulting services	8.000	6.000	-	-	
Indemnification from insurance companies	21.193	541.709	21.193	541.709	
Miscellaneous (See below breakdown)	1.369.063	1.053.360	1.368.963	1.053.360	
Total	1.398.256	1.601.069	1.390.156	1.595.069	

	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Unloading costs and freight	224.499	88.899	224.499	88.899	
Grants	42.286	158.124	42.286	158.124	
Income from services	1.071.430	783.197	1.071.430	783.197	
Rents	5.812	6.105	5.812	6.105	
Income from provisions and write-offs	17.265	17.035	17.265	17.035	
Other	7.771	-	7.671	-	
Total	1.369.063	1.053.360	1.368.963	1.053.360	

# 26) <u>Other operating Expenses</u>

	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Production expenses not included in cost	-3.683.045	-2.492.715	-3.683.045	-2.492.715	
Total	-3.683.045	-2.492.715	-3.683.045	-2.492.715	

# 27) Other profit/(loss) net

	CONSOLID	ATED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Profit / (Loss) from sale of fixed assets (note 32)	-4.000	-	-1.848	-	
Total	-4.000	-	-1.848	-	



# 28) <u>Financial expenses – net</u>

	CONSOLIDATI	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Income					
Interest receivable	274.489	150.968	258.234	142.165	
Other	36.789	147.158	36.789	147.158	
Total income	311.278	298.126	295.023	289.323	
Expenses					
Interest payable	-2.775.804	-2.355.372	-2.775.804	-2.355.564	
Promissory notes	-3.065	-103.383	-3.065	-103.383	
Financial leasing	-636	-641	-	-	
Foreign exchange differences (note 30)	112.659	-156.096	114.555	-66.783	
Commissions of bank guarantees	-483.930	-343.463	-483.930	-343.463	
Other	-299.478	-365.107	-299.476	-365.107	
Total expenses	-3.450.254	-3.324.062	-3.447.720	-3.234.300	
Financial cost (net)	-3.138.976	-3.025.936	-3.152.697	-2.944.977	

# 29) <u>Taxation</u>

	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Income tax	2.954.474	1.056.683	1.635.346	803.258	
Deferred Tax (note 19)	-826.831	130.191	-844.795	96.949	
Total	2.127.643	1.186.874	790.551	900.207	

The tax on the group's profit before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits at the consolidated entities as follows:

	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Income Tax	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Amounts in Euros					
Profit before tax	11.802.457	6.813.634	4.256.293	5.215.828	
Tax calculated on the basis of the applicable tax rates of the mother company (20%)	2.360.491	1.362.727	851.259	1.043.166	
Non tax-exempted expenses	224.549	281.931	208.692	270.183	
Income not used in tax calculation	-998.883	-553.465	-269.400	-413.142	
Difference of tax rates applicable in foreign countries	541.403	95.681	-	-	
Differences of tax audit	83	-	-	-	
Total income tax	2.127.643	1.186.874	790.551	900.207	

The tax (expense)/income on the other comprehensive income is analyzed as follows:

CONSOLIDATED FIGURES	2012			2011		
Amounts in Euros	Before tax	TAX (Debit)/Credit	After tax	Before tax	TAX (Debit)/Credit	After tax
Profit / (Loss) after tax from change of fair market value of cash flow hedge	4.149.356	-829.871	3.319.485	-2.885.591	577.117	-2.308.474
Currency translation differences	351.137	-	351.137	-427.856	-	-427.856
Other comprehensive income	4.500.493	-829.871	3.670.622	-3.313.447	577.117	-2.736.330
Deferred Tax (note 19)	-	-829.871	-	-	577.117	-
Total	-	-829.871	-	-	577.117	-



COMPANY FIGURES	2012			2011		
Amounts in Euros	Before tax	TAX (Debit)/Credit	After tax	Before tax	TAX (Debit)/Credit	After tax
Profit / (Loss) after tax from change of fair market value of cash flow hedge	4.149.355	-829.871	3.319.484	-2.885.591	577.117	-2.308.474
Other comprehensive income	4.149.355	-829.871	3.319.484	-2.885.591	577.117	-2.308.474
Deferred Tax (note 19)	-	-829.871	-	-	577.117	-
Total	-	-829.871	-	-	577.117	

# 30) Foreign exchange differences

Foreign exchange differences have recognised in the statement of comprehensive income as follows:

	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	12 months until 31/12/2012	12 months until 31/12/2011	12 months until 31/12/2012	12 months until 31/12/2011	
Cost of sales	-381.122	318.243	-381.122	318.243	
Selling expenses	-1.781	1.155.385	-1.781	1.155.385	
Administration expenses	-32.414	-26.773	-32.414	-26.773	
Financial expenses	112.659	-156.096	114.555	-66.783	
Total	-302.658	1.290.759	-300.762	1.380.072	

# 31) Earnings per share

	CONSOLIDA	FED FIGURES	COMPANY FIGURES	
Amounts in Euros	1/1 until	1/1 until	1/1 until	1/1 until
	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Profits/(loss) attributed to the parent company's shareholders	9.674.814	5.626.760	3.465.742	4.315.622
Weighted average number of shares	124.170.201	124.170.201	124.170.201	124.170.201
Basic profits/(loss) per share (Euros per share)	0,0779	0,0453	0,0279	0,0348

## **Basic earnings/(losses) per share**

Basic profits/(loss) per share are calculated by dividing the profits/(loss) that corresponds to the parent company's shareholders, by the weighted average number of common shares during the period.

## 32) **Operational cash flows**

Amounto in Furzo	CONSOLIDAT	ED FIGURES	COMPANY	' FIGURES
Amounts in Euros	1/1 until 31/12/2012	1/1 until 31/12/2011	1/1 until 31/12/2012	1/1 until 31/12/2011
Profit before tax	11.802.457	6.813.634	4.256.293	5.215.829
Adjustments for:				
Depreciation of tangible assets (note 6)	11.640.345	11.311.924	11.626.554	11.300.440
Depreciation of intangible assets (note 7)	800	6.383	800	6.383
Amortization of operating lease rentals	82.719	89.557	82.719	89.557
Additional tax	183	-	183	-
Profit from associate companies (note 9)	-5.309.816	-3.081.948	-	-
(Profit)/Loss from sale of fixed assets (see below)	4.000	-	1.848	-
(Income) from interest (note 28)	-311.279	-298.126	-295.023	-289.323
Interest expenses (note 28)	3.450.253	3.324.061	3.447.721	3.234.300
(Income) from Dividends (note 35)	-	-	-1.346.998	-2.065.711
Non-effective portion of derivatives (note 13)	-71.611	135.748	-71.611	135.748
Provisions	-	-102.779	-	-102.779
Employee benefits due to retirement (note 20)	175.805	305.864	175.805	305.864
Impairment of inventories (note 11)	2.373.776	198.468	2.373.776	198.468
Foreign exchange differences	-9.975	150.479	-	-
• •	23.827.657	18.853.265	20.252.067	18.028.776
Change in working capital				
(Increase) / decrease of inventories	13.856.488	-20.395.440	13.526.057	-19.880.513
(Increase) / decrease of receivables	24.999.553	-35.160.076	18.967.050	-28.795.369
Increase / (decrease) of liabilities other than banks	-36.818.793	7.292.439	-26.133.413	-3.732.891
Increase / (decrease) of provisions	-541.000	-	-541.000	-
Increase / (decrease) of employee benefits due to retirement	-285.029	-336.458	-285.029	-336.458
	1.211.219	-48.599.535	5.533.665	-52.745.231
Net cash flow from operating activities	25.038.876	-29.746.270	25.785.732	-34.716.455



Profits from sale of tangible fixed assets include:

	CONSOLID	ATED FIGURES	COMPANY FIGURES	
Amounts in Euros	1/1 until 31/12/2012	1/1 until 31/12/2011	1/1 until 31/12/2012	1/1 until 31/12/2011
	01/12/2012	01/12/2011	01/12/2012	01/12/2011
Net book value (note 6)	24.872	-	2.629	-
Profit / (Loss) from the sale of fixed assets	-4.000	-	1.848	-
Revenues from sale of fixed assets	20.872	-	4.477	-

## 33) <u>Commitments</u>

## **Capital commitments**

The capex in progress at 31/12/2012 amounting to € 478.882 are related to machinery and other fixed assets.

#### Liabilities from operating leases

The Group leases transportation means and buildings, based on operating leases. These leases have various terms, readjustment clauses and renewal rights. With regard to real estate lease contracts, no special term are stipulated for their rescission. Pursuant to the applicable general provisions, the lessee has the right to rescind the contract, provided a period of two years has lapsed from the date the lease has been concluded and a notice has been served six months prior thereto. Following the lapse of the aforementioned six-month period the lessee is obliged to pay the lessor as indemnification an amount equal to four months of lease, based on the last applicable rent. With regard to transportation means, lease contracts may be terminated at any time without notice, however the lessee must pay an early termination penalty that ranges between 2 to half of the remaining due leasing fees, depending on the company with which the contract has been concluded.

The future total payable leasing fees are illustrated below:

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPAN	Y FIGURES
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Less than 1 year	255.304	172.244	199.582	116.834
1-5 years	1.180.422	999.000	1.045.352	804.610
Over 5 years	689.239	890.967	689.239	890.967
Total	2.124.965	2.062.211	1.934.173	1.812.411

#### 34) <u>Contingent receivables/liabilities</u>

a) The Company has contingent liabilities related to bank guarantees, issued in the framework of its ordinary course of business. The said contingent liabilities are shown below:

Amount in Euros	CONSOLIDA	TED FIGURES	COMPANY FIGURES		
Amount in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Guarantees to suppliers	10.443.693	5.101.548	10.443.693	5.101.548	
Counter-guarantees for EIB loans	-	2.981.370	-	2.981.370	
Total	10.443.693	8.082.918	10.443.693	8.082.918	

b) The cases in court or under arbitration that are pending at the balance sheet date are shown below:

Amounts in Euros	CONSOLID	ATED FIGURES	COMPANY FIGURES	
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Other lawsuits	143.622	143.622	143.622	143.622
Contractual obligations	971.837	1.228.010	971.837	1.228.010
Total	1.115.459	1.371.632	1.115.459	1.371.632



The Company and the Group, in case of negative result of the above cases (of which  $\notin$  143.622 are related to litigations or under arbitration differences), has formed a provision of a total amount of  $\notin$  1.130.177 and see note 21 (2011:  $\notin$  1.684.622 Group and Company).

The total amount of provisions that have been formed is deemed sufficient and no additional burden is expected to arise (note 21).

c) On 31/12/2012, there were pending lawsuits against third parties. It is impossible to reach a reliable estimation of future financial benefits from a positive outcome of the said cases.

## 35) <u>Related party transaction</u>

Group is controlled by SIDENOR S.A. (incorporated in Greece), that owns 78,55% of the Company's shares. The remaining 21,45% of the shares are free floated. The ultimate shareholder of the Group is VIOHALCO, also incorporated in Greece.

The following transactions are with related parties:

#### (i) Sales

Amounts in Euros	CONSOLIDA	TED FIGURES	COMPANY	FIGURES
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Sales of goods				
Subsidiaries	-	-	113.399.644	61.455.785
Other related parties	7.088.131	7.476.260	7.088.131	7.476.260
	7.088.131	7.476.260	120.487.775	68.932.045
Sales of services				
Subsidiaries	-	-	-	31.529
Other related parties	916.659	768.372	673.300	634.695
	916.659	768.372	673.300	666.224
Sales of fixed assets				
Subsidiaries	-	-	-	-
Other related parties	637	-	637	-
	637	-	637	-
Dividend income				
Subsidiaries	-	-	1.346.998	2.065.711
Other related parties	-	-	-	-
	-	-	1.346.998	2.065.711

#### (ii) Purchases

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Purchase of goods					
Subsidiaries	-	-	2.300	-	
Other related parties	3.633.947	7.787.042	2.554.111	7.254.555	
	3.633.947	7.787.042	2.556.411	7.254.555	
Purchases of services					
Subsidiaries	-	-	185.281	220.582	
Other related parties	2.674.037	2.303.700	2.674.037	2.303.700	
	2.674.037	2.303.700	2.859.318	2.524.282	
Purchases of fixed assets					
Subsidiaries	-	-	1.662	2.450	
Other related parties	276.231	579.435	276.231	579.435	
	276.231	579.435	277.893	581.885	



#### (iii) Fees to member of the BoD and Management compensation

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES	
Amounts in Luios	31/12/2012	31/12/2011	31/12/2012	31/12/2011
Fees to member of the BoD and Management compensation	753.296	722.715	753.296	722.715
Employment termination fees	-	40.000	-	40.000
Total	753.296	762.715	753.296	762.715

#### (iv) Balances at year end from sales and purchases of goods, services and fixed assets

Amounts in Euros	CONSOLIDAT	ED FIGURES	COMPANY FIGURES		
Amounts in Euros	31/12/2012	31/12/2011	31/12/2012	31/12/2011	
Receivables from related parties:					
Subsidiaries	-	-	451	14.180.259	
Other related parties	7.252.893	2.860.178	7.092.931	2.722.200	
Long term liabilities related land contribution in associated company (note 6)	3.603.023	3.603.023	3.603.023	3.603.023	
Advances for inventories purchase	1.600.000	-	1.600.000	-	
Total	12.455.916	6.463.201	12.296.405	20.505.482	
Payables to related parties:					
Subsidiaries	-	-	3.471	81.329	
Other related parties	1.979.504	2.048.316	1.417.552	1.534.393	
Total	1.979.504	2.048.316	1.421.023	1.615.722	

Other related parties are subsidiaries of Viohalco Group.

Payables and receivables to and from affiliated entities do not have specific settlement terms and are noninterest bearing.

The amounts payable are related with purchase of goods and services.

It is noted, that in 2011, the Group sold goods amounting to  $\notin$  984.638 (2011:  $\notin$  1.861.945) and  $\notin$  0 (2011:  $\notin$  8.598), through its related companies SIDMA S.A. and ANTIMET S.A. (acting as agents), respectively. The said transactions are not shown in the corresponding table. On the other hand, the receivables from the said sales amounting  $\notin$  203.814 (2011:  $\notin$  376.917) and  $\notin$  58.156 (2011:  $\notin$  58.156), respectively, at 31/12/2012, are included in the corresponding table with the receivables from related parties, as stipulated by the agreements with the companies in question.

#### (v) Loans from subsidiaries

Amounts in Euros	COMPANY FIGURES
Balance on 01/01/2011	13.476
Foreign exchange differences	-779
Interests from borrowings	192
Repayments of borrowings and interests	-12.889
Balance on 31/12/2011	-

#### 36) Other short-term financing assets

Amounts in Euros	Consolidated and Company figures
Opening balance at 01/01/2011	5.172.177
Additions	52.548.934
Repayments of short term financing assets	-42.805.135
Balance at 31/12/2011	14.915.976
Additions	1.173.216
Repayments of short term financing assets	-16.089.192
Balance at 31/12/2012	-

On 31/12/2012 the said receivables are denominated in Euro, and the period until the cash inflow is non interest bearing.

The interest is calculated based on a floating rate equal to the prevailing factoring rate (3 months Euribor plus spread as per contract).



The fair values of the additional financing assets at 31/12/2012 are equal to their book values.

#### 37) Other short-term financing liabilities

Amounts in Euros	Consolidated and Company figures
Balance at 31/12/2011	-
Additions	11.660.906
Balance at 31/12/2012	11.660.906

During FY 2012 the Company proceeded to a Factoring financing contract and received the amount of  $\notin$  11.660.906.

The interest is calculated based on a floating rate equal to the prevailing factoring rate (3 months Euribor plus spread as per contract).

#### **38)** <u>Unaudited fiscal years</u>

For FY 2011 and thereafter, Greek Anonymous and Limited companies, whose financial statements must be audited, are under obligation to receive an "annual certificate" as stipulated in the paragraph 5, article 82 of Law N.2238/1994. The certificate is issued once the tax audit has been completed by the same legal financial controller or office performing the annual audit on the financial statements. Upon completion of the audit, the Legal Controller or office issues a "Tax Compliance Report" and forwards it to the Ministry of Economy within 10 days after the general shareholders meeting. The Ministry of Economy will sample 9% of the companies for further control by its own audit department. This procedure may not last more than 18 months from the date of submission of the "Tax Compliance Report" to the Ministry of Economy.

#### **Company**

The company has been audited by the Tax Authorities until the Financial Year 2007.

For FY 2011 PricewaterhouseCoopers performed the tax audit and a tax audit certificate was issued. There were no significant changes in tax obligations beside those recorded and presented in the Company's and Group's financial statements. For FY 2012 PricewaterhouseCoopers SA is performing the tax audit. On completion of the tax audit, Management do not expect significant changes in tax obligations beside those recorded and presented in the Company's and Group's financial statements.

#### **Foreign subsidiaries and associates**

Regarding the foreign subsidiaries and associated companies located abroad, they have not been audited from the tax authorities for the following fiscal years and since, their tax obligations for mentioned fiscal years are not finalized.

COMPANY	Unaudited fiscal years
CPW America Co	2007 - 2012
HUMBEL Ltd	2008 - 2012
WARSAW TUBULAR TRADING SP. ZO.O.	2009 - 2012
ZAO TMK-CPW	2010 - 2012

For the unaudited financial years, the possibility of additional or increased tax exists upon the year that the audit will be performed.

#### **Domestic associated companies**

DIAVIPETHIV S.A has been audited by the Tax Authorities until the FY 2009.

For FY 2011 ABACUS S.A. performed the tax audit and a tax audit certificate was issued. There were no significant changes in tax obligations beside those recorded and presented in the Company's and Group's financial statements. For FY 2012 ABACUS AE is performing the tax audit. On completion of the tax audit,



Management do not expect significant changes in tax obligations beside those recorded and presented in the Company's and Group's financial statements.

The Group made a provision for additional tax based on the findings of the tax audit on prior years.

## **39)** <u>Auditor's fees</u>

For year 2012, the auditor's fees, related to the Company's annual and mid-year audit of financial statements as well as for the tax certificate, amounted to  $\notin$  216.925 (2011:  $\notin$  136.350).

## 40) Post balance sheet events

There are no post balance sheet events that are likely to affect the financial statements of the Group and the parent company.



# E. Independent auditor's report

To the Shareholders of Corinth Pipeworks SA

#### **Report on the Separate and Consolidated Financial Statements**

We have audited the accompanying separate and consolidated financial statements of CORINTH PIPEWORKS S.A. which comprise the separate and consolidated statement of financial position as of 31 December 2012 and the separate and consolidated statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Separate and Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these separate and consolidated financial statements in accordance with International Financial Reporting Standards, as adopted by the European Union, and for such internal control as management determines is necessary to enable the preparation of separate and consolidated financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these separate and consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the separate and consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the separate and consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the separate and consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the separate and consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the separate and consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Opinion

In our opinion, the separate and consolidated financial statements present fairly, in all material respects, the financial position of the CORINTH PIPEWORKS S.A. and its subsidiaries as at December 31, 2012, and their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union.

#### **Reference on Other Legal and Regulatory Matters**

a) Included in the Board of Directors' Report is the corporate governance statement that contains the information that is required by paragraph 3d of article 43a of Codified Law 2190/1920.



b) We verified the conformity and consistency of the information given in the Board of Directors' report with the accompanying separate and consolidated financial statements in accordance with the requirements of articles 43a, 108 and 37 of Codified Law 2190/1920.

PricewaterhouseCoopers

Athens, 27 February 2013

The Certified Auditor Accountant

268 Kifissias Avenue 152 32 Chalandri Soel Reg No 113

Dino Michalatos SOEL Reg No 17701



# F. Data and Information - Group and Company

			Р	IPE IN	ודפעם	RY AND REAL ESTA	TE			
	(cubl)		Financial data	Athens Tower a and information	r, Building B', for the period	35 and General Commercial Reg. Number 26470100 2-4 Mesogeion Av., Athens 1 from January 1, 2012 to December 31, 2012				
The figures and information illustrated below, ai	-					ir annual financial statements, consolidated or not a KS S.A. (the Company) and its GROUP. We advise the reader, be		nent decision or other tra	ansaction concerning the	Company, to visi
			the Company's w	eb site where the finan	icial statements to	gether with the audit report, when required, are uploaded.				
Date of approval by Board of Directors: 27 Febr Supervising authority Ministry	<u>.cpw.gr</u> bruary, 2013 ry of Development (departmen ris Konstantinos - Chairman			ilakis Adamandios - Me	ember Stavropoul	os Ioannis - Member, Galetas Nikolaos - Member, Kyriazis Andrea	ıs - Memher			
Certified auditor : Michala	atos Konstantinos WATERHOUSECOOPERS,									
	lified opinion	Addit IIIII, S. A.				1				
STATEMENT O	DF FINANCIAL POSITION (c	GROUF		COMPAN		STATEMENT OF COMPREHEN:	GROU	P	COMPAN	IY   Jan - 31 Dec 2011
ASSETS		31-Dec-2012	31-Dec-2011	31-Dec-2012	31-Dec-2011	Turnover	1 Jan - 31 Dec 2012 234.666.474	1 Jan - 31 Dec 2011 264.143.644	1 Jan - 31 Dec 2012 1 211.991.727	250.410.0
langible fixed assets ntangible assets		103.774.215	113.723.782 800	103.735.194	113.694.704 800	Gross profit Profit before taxes, financing & investing results	44.136.446 9.631.617	41.359.690 6.757.621	39.105.178 6.061.990	39.657.4 6.095.0
nvestments in associated companies nvestments in subsidiary companies		18.779.478	14.369.590	1.073.950 11.345.179	1.073.950 11.345.179	Financing and investing results Profit before taxes	2.170.840	56.013 6.813.634	(1.805.697)	(879.2)
Deferred tax assets		73.388	34.758			Taxation	(2.127.643)	(1.186.874)	(790.551)	(900.20
Financial assets nventories		141.934 47.442.623	173.307 63.672.884	141.934 47.258.124	173.307 63.157.957	Profit after taxes (A) Attributable to :	9.674.814	5.626.760	3.465.742	4.315.6
rade receivables Cash and cash equivalents		44.746.200 27.505.880	55.670.987 23.334.335	43.134.408 22.871.079	33.779.666 16.825.856	Owners of the parent company Minority interest	9.674.814	5.626.760	3.465.742	4.315.6
Other assets	_	14.804.936	29.012.965	14.573.804	42.955.619	Other comprehensive income after tax (B)	3.670.622	(2.736.330)	3.319.484	(2.308.47
FOTAL ASSETS EQUITY AND LIABILITIES	_	257.268.654	299.993.408	244.133.672	283.007.038	Total comprehensive income after tax (A)+(B) <u>Attributable to :</u>	13.345.436	2.890.430	6.785.226	2.007.1
Share capital Other equity items		96.852.757 67.874.914	96.852.757 54.529.478	96.852.757 56.825.701	96.852.757 50.040.475	Owners of the parent company Minority interest	13.345.436	2.890.430	6.785.226	2.007.1
otal equity of the owners of the parent company	/ (a)	164.727.671	151.382.235	153.678.458	146.893.232		13.345.436	2.890.430	6.785.226	2.007.1
Minority interest (b) Fotal equity (c)=(a)+(b)	_	- 164.727.671	- 151.382.235	153.678.458	- 146.893.232	Earnings per share after taxes - basic and reduced Profit before taxes, financing & investing results and	0,0779	0,0453	0,0279	0,03
ong term loans Provisions/other long term liabilities	_	12.000.000	9.000.000 13.835.592	12.000.000 14.035.607	9.000.000 14.173.200	depreciation	21.272.762	10.0/0.928	17.689.344	17.401.9
inancial items		109.343	4.361.683	109.343	4.361.683	Additional data and information:				
Short term loans Short term provisions		26.250.000 143.622	55.244.789 684.622	26.250.000 143.622	55.244.789 684.622	1. The companies of the Group with their respective countries of	f residence and percent	age holdings, included i	n the consolidated financ	ial statements :
Other short term liabilities Total liabilities (d)	_	40.281.636	65.484.487	37.916.642	52.649.512 136 113 806	Full consolidation method: CPW America Co	Participation F Indirect	Percentage holding 100%	Country USA	
TOTAL EQUITY AND LIABILITIES (c) + (d)	_	257.268.654	299.993.408	244.133.672	283.007.038	HUMBEL Ltd	Direct	100%	CYPRUS	
STATEMENT O	OF CHANGES IN EQUITY (0	consolidated and co	ompany's) Amount	as in €		WARSAW TUBULAR TRADING SP.ZO.O. Equity consolidation method	Direct	100%	POLAND	
		GROUF	31-Dec-2011	COMPAN	VY 31-Dec-2011	ZAO TMK-CPW DIAVIPETHIV SA	Indirect Direct	49,00% 21,75%	RUSSIA GREECE	
Equity at the beginning of the period (1/1/2012 &	. 01/01/2011	151.382.235	148.491.805	146.893.233	144.886.085	2. The financial statements of the company are consolidated in	the full consolidation n	nethod in the financial s	tatements of Sidenor S.A	A seated in Gree
espectively) otal comprehensive income after tax (from conti	linuing operations)	13.345.436	2.890.430	6.785.225	2.007.148	which participates in the company's share capital with 78,55° statements of Viohalco S.A.	%. The consolidated fin	ancial statements of Si	denor S.A. are consolida	ated in the finance
Equity at the end of the period (31/12/2012 and 3	31/12/2011 respectively)	164.727.671	151.382.235	153.678.458	146.893.233	3. At the balance sheet date, there were lawsuits against the				
						provisions of the same amount have been formed. The Corr €50.000, and other provisions amounting to € 986.555 for the o	ompany and the Group.			
CASH FL	LOW STATEMENT (consoli	idated and compan GROUF		COMPAN	IY.	<ol> <li>The encumbrances on the Company's fixed assets amount There is an ongoing procedure at the mortgage bureau in order</li> </ol>		31/12/12 the loan relat	ted to the encumbrance	has been fully pa
						5. In 2010, the Company has made an impairment to a receive	able of (\$ 24.864.102 or	€ 18.627.586) due to i	ts overdue status. On 31	/12/2012, the sar
Operating activities		Ian - 31 Dec 2012 1	Jan - 31 Dec 2011	1 Jan - 31 Dec 2012 1 J	Jan - 31 Dec 2011	amount is valuated at € 18.860.731. While Company's judicial are ongoing and while no final judgments have been issued,	the Company consider	s that for the moment	there is no reason to re	evise the provision
Profit before taxes		11.802.457	6.813.634	4.256.293	5.215.829	amounting to € 9.462.843 (2011: € 9.641.291) that has forme impaired amount. During FY 2010, the company discounted t				
Adjustments for: Depreciation of tangible fixed assets		11.640.345	11 311 924	11.626.554	11.300.440	ensure its rights, according to the decision taken by the First Ins the company imposed a prudent attachment on the property of	stance Court of Athens d	luring the procedures re		
Amortization of intangible assets		800	6.383	800	6.383	6. The company has been audited by the Tax Authorities until	the Fin.Year 2007. For I	FY 2011 Pricewaterhous		
(Gains) / losses from sales of tangible fixed ass Additional tax on fixed assets	sets	4.000 183	-	1.848 183		audit certificate was issued. There were no significant change financial statements. For FY 2012 PricewaterhouseCoopers S				
Amortization of operating lease rentals Interest income		82.719 (311.279)	89.557 (298.126)	82.719 (295.023)	89.557 (289.323)	significant changes in tax obligations beside those recorded a	and presented in the C	ompany's and Group's	financial statements. Re	garding the fore
Interest expense		3.450.253	3.324.061				we not been sudited fro			and since their
Provisions Remuneration to retiring personnel		-	(102,779)	3.447.721	3.234.300	subsidiaries and associated companies located abroad, they has obligations for mentioned fiscal years are not finalized: $\alpha$ ) CP	N America Co (2007-20			UBULAR TRADI
Income from dividends Non-effective portion of derivatives		175.805	305.864	- 175.805	3.234.300 (102.779) 305.864		N America Co (2007-20			UBULAR TRADI
		-		175.805 (1.346.998)	(102.779) 305.864 (2.065.711)	obligations for mentioned fiscal years are not finalized: a) CPI SP. ZO.O. (2009-2012) and ZAO TMK-CPW (2010-2012). For year that the audit will be performed. Associated company DIAVIPETHIV SA has been audited by th	N America Co (2007-20 the unaudited financial the Tax Authorities until the	years, the possibility on the FY 2009. For FY 201	f additional or increased I1 ABACUS S.A. perform	UBULAR TRADIT tax exists upon t ed the tax audit a
Impairment of inventories		- (71.611) 2.373.776	305.864 - 135.748 198.468	175.805	(102.779) 305.864	bilgations for mentioned fiscal years are not finalized: 0) (2P SP. ZO.O. (2009-2012) and ZAO TMK-CPW (2010-2012). Pro year that the audit will be performed. Associated company DIAVIPETHIV SA has been audited by the a tax audit certificate was issued. There were no significant che financial statements. The Group made a provision for addition	W America Co (2007-20 the unaudited financial re Tax Authorities until the ruges in tax obligations is all tax based on the find	years, the possibility on the FY 2009. For FY 201 beside those recorded a dings of the tax audit or	f additional or increased 11 ABACUS S.A. perform and presented in the Corr n prior years For FY 2	UBULAR TRADII tax exists upon ed the tax audit a spany's and Grou 012 ABACUS AE
Profit from associate companies Foreign exchange differences		- (71.611)	305.864 - 135.748	175.805 (1.346.998) (71.611)	(102.779) 305.864 (2.065.711) 135.748	obligations for mentioned fiscal years are not finalized: o) (PP SP: 20.0. (2005-2012) and 2AD TMK-CPW (2016-2012). For year that the audit will be performed. Associated company DIAVIPETIN'S A has been audited by th a tax audit certificate was issued. There were no significant the financial statements. The Group media e provision for addition performing the tax audit. On completion of the tax audit, that researched in the Company's and Groups' financial statements.	W America Co (2007-20 the unaudited financial le Tax Authorities until # inges in tax obligations I al tax based on the fino hagement do not expect	years, the possibility on the FY 2009. For FY 201 beside those recorded a dings of the tax audit out t significant changes in	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years For FY 2 n tax obligations beside	UBULAR TRADII tax exists upon ed the tax audit a spany's and Grou 012 ABACUS AE
Profit from associate companies		(71.611) 2.373.776 (5.309.816)	305.864 - 135.748 198.468 (3.081.948)	175.805 (1.346.998) (71.611)	(102.779) 305.864 (2.065.711) 135.748	obligations for mentioned fiscal years are not finalized: o) [CP SP: 20.0, (2006-2012) and 2AD TMK-CPW (2010-2012), EP year that the audit will be performed. Associated company DIAVIFETHIV SA has been audited by th at a audit certificate was issued. There were no significant cha financial statements. The Group made a provision for addition performing the tax audit. On completion of the tax audit, Mai Mark audit.	W America Co (2007-20 the unaudited financial le Tax Authorities until # inges in tax obligations I al tax based on the fino hagement do not expect	years, the possibility on the FY 2009. For FY 201 beside those recorded a dings of the tax audit out at significant changes in	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years For FY 2 n tax obligations beside	UBULAR TRADII tax exists upon ed the tax audit a spany's and Grou 012 ABACUS AE
Profit from associate companies Foreign exchange differences Changes in working capital Decrease / (increase) of inventory Decrease / (increase) of receivables	,	(71.611) 2.373.776 (5.309.816) (9.975) 13.856.488 24.999.553	305.864 135.748 198.468 (3.081.948) 150.479 (20.395.440) (35.160.076)	175.805 (1.346.998) (71.611) 2.373.776 - - 13.526.057 18.967.050	(102.779) 305.864 (2.065.711) 135.748 198.468 - (19.880.513) (28.795.369)	obligations for mentioned fiscal years are not finalized, a) CPI SP 20.0, (200-2012) and A2.0 TMK-CPI (2010-2012), For ware that the audit will be performed. Associated compare DMIPETHIV SA has been audited by the a tax audit contificate was issued. There were no significant cha financial statements. The Group made a provision for addition presented in the Company's and Croup's financial statements. 7. Number of emproyees at the end of the unart presented in the Company's and Croup's financial statements. 7. Number of emproyees at the end of the unart presented material presented in the Company's and Croup's financial statements.	W America Co (2007-20 the unaudited financial le Tax Authorities until t unges in tax obligations i al tax based on the fini agement do not expect v 409, Company 401 (31 uginning of the year an	years, the possibility o ne FY 2009. For FY 201 beside those recorded a lings of the tax audit of t significant changes in /12/2011: Group 428, C d the balances of recei	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years. For FY 2 h tax obligations beside iompany 421). ivables and payables of	UBULAR TRADII tax exists upon ed the tax audit a upany's and Grou 012 ABACUS AE those recorded a
Profit from associate companies Foreign exchange differences Dianges in working capital Decrease / (increase) of inventory Decrease / (increase) of receivables Increase / (decrease) of inabilities (except loans) Increase / (decrease) of provisions		(71.611) 2.373.776 (5.309.816) (9.975) 13.856.488	305.864 - 135.748 198.468 (3.081.948) 150.479 (20.395.440)	175.805 (1.346.998) (71.611) 2.373.776 - 13.526.057	(102.779) 305.864 (2.065.711) 135.748 198.468 - - (19.880.513)	obligations for mentioned fiscal years are not finalized: a) CPI SP: 20.0. (2005-2012) and A2.0 TMK-CPP (2010-2012). For year that the audk will be performed Associated compared DMK/PETHV SA has been audited by the a tax audk certificate was issued. There were no significant chi financial statements. The Group made a provision for addite presented in the Company's and Group's financial statements. 7. Number of employees as the end of the current prioriC Smort 8. Cumulative amounts of sales and purchases, since the Company at the end of the year, resulting from its transactions of	N America Co (2007-20 the unaudited financial the Tax Authorities until thinges in tax obligations I al tax based on the finin agement do not expect 409, Company 401 (31 riginning of the year an with associated parties, Group	years, the possibility of the FY 2009. For FY 201 beside those recorded a fings of the tax audit or significant changes in /12/2011: Group 428, C d the balances of recei according to the IFRS 2 Company	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years. For FY 2 h tax obligations beside iompany 421). ivables and payables of	UBULAR TRADII tax exists upon ed the tax audit a upany's and Grou 012 ABACUS AE those recorded a
Profit from associate companies Foreign exchange differences Changes in working capital Decrease / (increase) of inventory Decrease / (increase) of receivables Increase/ (decrease) of itabilities (except loans)		(71.611) 2.373.776 (5.309.816) (9.975) 13.856.488 24.999.553 (36.818.793) (541.000) (285.029)	305.864 135.748 198.468 (3.081.948) 150.479 (20.395.440) (35.160.076) 7.292.439 - (336.458)	175.805 (1.346.998) (71.611) 2.373.776 - - 13.526.057 18.967.050 (26.133.413) (541.000) (285.029)	(102.779) 305.864 (2.065.711) 135.748 198.468 - (19.880.513) (28.795.369) (3.732.891) - (336.458)	chipatons for mentioned fiscal years are not finalized; a) CPI SP: 20.0. (2005-2012) and A2.0 TMK-CPI (2012-0212), For year hat the audit will be performed. Associated compared DMVPETHV SA has been audited by a tax audit cartificate was saved. There were no significant ch financial statements. The Group made a provision for addition performing the tax audit. No completion of the tax audit, Main presented in the Company's and Forcus's financial statements. 7. Number of employees at the end of the current period. Group 8. Cumulative amounts of sales and purchases, since the bCompany at the end of the quer, resulting from its transactions of 1). Sales of goods, services and fixed assets	W America Co (2007-2C the unaudited financial le Tax Authorities until <sup>44</sup> unges in tax obligations I al tax based on the finin agement do not expect v 409, Company 401 (31 liginning of the year an with associated parties,	years, the possibility o re FY 2009. For FY 201 beside those recorded a tings of the tax audit or t significant changes in /12/2011: Group 428, C d the balances of recei according to the IFRS 2	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years. For FY 2 h tax obligations beside iompany 421). ivables and payables of	UBULAR TRADII tax exists upon ed the tax audit a upany's and Grou 012 ABACUS AE those recorded a
Profit from associate companies Foreing exchange differences Danges in working capital Decrease / (increase) of inventory Decrease / (increase) of ineviables Increase / (decrease) of provisions Increase / (decrease) of the liabilities for remun personnel Interest pid		(71.611) 2.373.776 (5.309.816) (9.975) 13.856.488 24.999.553 (36.818.793) (541.000) (285.029) (3.927.268)	305.864 135.748 198.468 (3.081.948) 150.479 (20.395.440) (35.160.076) 7.292.439 (336.458) (2.682.215)	175.805 (1.346.998) (71.611) 2.373.776 - - - 13.526.057 18.967.050 (26.133.413) (26.133.413) (265.029) (3.924.736)	(102.779) 305.864 (2.065.711) 135.748 198.468 (19.880.513) (28.795.369) (3.732.891) - (336.458) (2.592.454)	chilgatons for mentioned fiscal years are not finalized; a) CPI SP: 20.0. (2005-2012) and A2.0 TMK-CPI (2012-0212), For year that the audit will be performed. Associated compared DMVPETHV SA has been audited by a lax audit cartificate was saved. There were no significant ch financial statements. The Group made a provision for addition performing the tax audit. On completion of the tax audit, Main means that the comparity and formaly finalisations the comparity and the comparity and formalis finalisatisations. 7. Number of employees at the end of the current period. Group 8. Company at the end of the year, resulting from its transactions violations of the year, services and fixed assets ii) Parchaese of goods, services and fixed assets ii) Parchaese form associated parties.	W America Co (2007-20 the unaudited financial era X Authorities until lip eras Authorities until lip erases in tax obligations: al tax based on the finn agement do not expect 409, Company 401 (31 ginning of the year an with associated parties, <u>Group</u> 8.005.427 € 6.554.215 € 12.455.516 €	years, the possibility of the FY 2009. For FY 201 beside those recorded a tings of the tax audit of t significant changes in /12/2011: Group 428, C d the balances of recei according to the IFRS 2: <u>Company</u> 121.161.712 $\in$ 5.693.622 $\in$ 12.296.405 $\in$	f additional or increased I1 ABACUS S.A. perform and presented in the Corr n prior years. For FY 2 h tax obligations beside iompany 421). ivables and payables of	UBULAR TRADII tax exists upon ed the tax audit a upany's and Grou 012 ABACUS AE those recorded a
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(207-2): the unaudited financial a Tax Authorities until if the unaudited financial a tax based on the finit agaement do not expect 409, Company 401 (31 a tax based on the finit generation of the spectra transformation of the spectra <b>Frome</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b>From</b> <b></b>	years, the possibility of the PY 2009, For FY 2009, For FY 2009, For FY 2010, For F	4 additional or increased 11 ABACUS S.A. perform in the Com n prior years For FY 2 in x obligations baside company 421). Ivables and payables of 4, are as follows: add tax, which are illustrat COMPAN 31/12/12 -1.635.346 € 844.795 € COMPAN 31/12/12 -3.319.484 3.319.484 issuance of shares above tion of future financial ber	UBULAR TRADI UBULAR TRADI tax exists yoon and fine tax audit tax exists yoon tip 28 ABCL 38 ABC tip 28 ABCL 38 ABCL 48 ABCL 38 ABCL 38 ABCL 49 ABCL 38 ABCL 3

# G. Information pursuant to article 10 of law 3401/2005

The company in application of the current legislation, has disseminated and made available to the investment community through its website www.cpw.gr as well as through the Athens Exchange website www.athex.gr, during last fiscal year 2012, the information contained in the following table:

SUBJECT	HERMES Reg. No.	DATE
Issue of Bond Loan	2012/XA/A/133	03/01/2012
2012 financial calendar	2012/XA/A/5319	20/03/2012
Announcement date of the FY 2011 financial results	2012/XA/A/5308	20/03/2012
Financial Statement in PDF format	2012/XA/A/5945	27/03/2012
Financial Statement in PDF format	2012/XA/A/5941	27/03/2012
Fiscal year 2011 financial results	2012/XA/A/5934	27/03/2012
IR release FY 2011 English	2012/XA/A/5951	27/03/2012
Financial Statements under IFRS	2012/XA/A/5927	27/03/2012
Financial Statement in PDF format	2012/XA/A/5938	27/03/2012
IR release FY 2011 GREEK	2012/XA/A/5950	27/03/2012
Financial Statement in PDF format	2012/XA/A/5942	27/03/2012
Financial Statements under IFRS	2012/XA/A/5928	27/03/2012
Announcement	2012/XA/A/6103	28/03/2012
Announcement	2012/XA/A/7677	04/04/2012
Announcement	2012/XA/A/10223	17/05/2012
Financial Statements under IFRS	2012/XA/A/10606	22/05/2012
Announcement first quarter 2012 financial results	2012/XA/A/10619	22/05/2012
IR release Q1 2012 GREEK	2012/XA/A/10620	22/05/2012
Financial Statement in PDF format	2012/XA/A/10611	22/05/2012
Financial Statement in PDF format	2012/XA/A/10608	22/05/2012
Financial Statements under IFRS	2012/XA/A/10605	22/05/2012
Financial Statement in PDF format	2012/XA/A/10609	22/05/2012
IR release Q1 2012 ENG	2012/XA/A/10621	22/05/2012
Financial Statement in PDF format	2012/XA/A/10610	22/05/2012
Financial calendar 2012 amendment	2012/XA/A/10750	23/05/2012
Announcement	2012/XA/A/12925	06/06/2012
Resolutions of the annual ordinary general shareholders meeting	2012/XA/A/14759	28/06/2012
New board of directors	2012/XA/A/14820	29/06/2012
Announcement	2012/XA/A/17492	09/08/2012
Financial Statement in PDF format	2012/XA/A/18363	29/08/2012
Financial Statement in PDF format	2012/XA/A/18362	29/08/2012
Financial Statement in PDF format	2012/XA/A/18364	29/08/2012
Financial Statements under IFRS	2012/XA/A/18358	29/08/2012
Financial Statements under IFRS	2012/XA/A/18357	29/08/2012
Financial Statement in PDF format	2012/XA/A/18366	29/08/2012
Financial Statement in PDF format	2012/XA/A/18380	29/08/2012
Announcement first half 2012 financial results	2012/XA/A/18368	29/08/2012
Announcement first half 2012 financial results	2012/XA/A/18367	29/08/2012
Announcement first half 2012 financial results	2012/XA/A/18369	29/08/2012
Announcement	2012/XA/A/20070	17/09/2012
Announcement	2012/XA/A/23706	20/11/2012
Announcement 9M 2012 financial results	2012/XA/A/24380	28/11/2012
Financial Statement in PDF format	2012/XA/A/24385	28/11/2012
Financial Statement in PDF format	2012/XA/A/24383	28/11/2012
Financial Statement in PDF format	2012/XA/A/24383	28/11/2012
Financial Statement in PDF format	2012/XA/A/24383 2012/XA/A/24382	28/11/2012
Financial Statements under IFRS	2012/XA/A/24382 2012/XA/A/24379	28/11/2012
Financial Statements under IFRS		
Announcement 9M 2012 financial results	2012/XA/A/24376	28/11/2012
IR release 9M 2012 English	2012/XA/A/24392	28/11/2012
	2012/XA/A/24393	28/11/2012
IR release 9M 2012 GREEK	2012/XA/A/24387	28/11/2012



The above "Annual Financial Statements" on December 31, 2012 and the attached notes were approved by the Company's Board of Directors in its meeting on February 27<sup>th</sup>, 2013. The persons responsible for the compilation of the interim financial statements of the parent company and its group on December 31, 2012 and the attached notes and the accuracy of the data contained therein are: Konstantinos Bakouris, Chairman of BoD, Ioannis Stavropoulos, member of the BoD, Papavasiliou Apostolos, General Manager, Ioannis Dimitrios Papadimitriou, Financial Director, Koumpis Pavlos, Accounting Manager.

The Chairman of BoD	A member of the BoD	The General Manager	The Financial Director	Accounting Manager
Konstantinos Bakouris	Ioannis Stavropoulos	Papavasiliou Apostolos	Ioannis Dimitrios Papadimitriou	Koumpis Pavlos
Id.C. No: AB 649471	Id C. No: K 221209	Id C. No: AI 666035	Id. C. No.: AA 035130	Id. C. No.: AB 589945 E.C.G. Licence No. 0018936 A Class