Report and financial statements 31 December 2013

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Board of Directors and other officers

Board of Directors

Kamil Ziegler (Chairman) (appointed 17 October 2013)
Michael Houst (appointed 17 October 2013)
Spyridon Fokas (appointed 17 October 2013)
Constantinos Louropoulos (resigned 17 October 2013)
Epaminondas Lekeas (resigned 17 October 2013)
Theofanis Moustakatos (resigned 17 October 2013)
Nikolaos Pavlias (resigned 17 October 2013)
Venetsanos Rogkakos (resigned 17 October 2013)
Grigorios Felonis (resigned 17 October 2013)

Company Secretary

Xenia Photiou

Registered office

128-130 Limassol Street 2015 Strovolos Nicosia

Auditors

PricewaterhouseCoopers Limited Julia House 3 Themistocles Dervis Street CY-1066 Nicosia P O Box 21612 CY-1591 Nicosia, Cyprus Telephone: + 357 - 22555000 Facsimile: + 357 - 22555001 www.pwc.com/cy

Report of the Board of Directors

1 The Board of Directors presents its report together with the audited financial statements of the Company for the year ended 31 December 2013.

Principal activities

The principal activity of the Company is the provision of consultancy services wholly and exclusively regarding the operation of the game "Pame Stoixima". More specifically, the services relate to the co-operation for the operation of betting, the evaluation of the betting products, the configuration of the betting outcome, the risk assessment, the transfer of the know-how, trading and infocasting services. The objective of the Company is the acquisition of all investments and business activities of OPAP S.A outside Greece.

Review of developments, position and performance of the Company's business

3 The profit of the Company for the year ended 31 December 2013 was €70.200 (2012: loss of €81.895) and the total comprehensive income was €72.855 (2012: total comprehensive loss of €52.526). On 31 December 2013 the total assets of the Company were €2.376.627 (2012: €2.260.127) and the net assets were €1.928.976 (2012: net assets €1.856.121). The financial position, development and performance of the Company as presented in these financial statements are considered satisfactory.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company are disclosed in Notes 1, 3, 4 and 22 of the financial statements.

Future developments of the Company

The Board of Directors does not expect any significant changes or developments in the operations, financial position and performance of the Company in the foreseeable future.

Results

The Company's results for the year are set out on page 6. The Board of Directors does not recommend the payment of a dividend and the profit for the year is retained.

Share capital

7 There were no changes in the share capital of the Company.

Report of the Board of Directors (continued)

Board of Directors

- The members of the Board of Directors at 31 December 2013 and at the date of this report are shown on page 1. All of them were members of the Board throughout the year 2013, except Mr. Kamil Ziegler, who was appointed as Chairman on 17 October 2013,Mr. Michael Houst, who was appointed as Director on 17 October 2013 and Mr. Spyrdon Fokas who was appointed as Director on 17 October 2013. Mr. Constantinos Louropoulos who was Chairman at 1 January 2013 was resigned on 17 October 2013. Mr. Epaminodas Lekeas, Mr. Theofanis Moustakatos, Mr. Grigorios Felonis, Mr. Nicolaos Pavlias and Mr. Venetsanos Rogkakos who were Directors at 1 January 2013 were resigned on 17 October 2013.
- 9 There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

Events after the balance sheet date

There were no material post balance sheet events, which have a bearing on the understanding of the financial statements.

Branches

11 The operations of the Company are carried out through a branch in Greece.

Independent Auditors

The Independent Auditors, PricewaterhouseCoopers Limited, have expressed their willingness to continue in office. A resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By Order of the Board

Kamil Ziegler Chairman

Nicosia, 10 April 2014



Independent auditor's report

To the Members of OPAP International Limited

Report on the financial statements

We have audited the accompanying financial statements of OPAP International Limited (the "Company"), which comprise the balance sheet as at 31 December 2013, and the statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Board of Directors' responsibility for the financial statements

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of 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 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 the Board of Directors, as well as evaluating the overall presentation of the 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 financial statements give a true and fair view of the financial position of OPAP International Limited as at 31 December 2013, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

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PricewaterhouseCoopers Ltd is a member firm of PricewaterhouseCoopers International Ltd, each member firm of which is a separate legal entity. PricewaterhouseCoopers Ltd is a private company registered in Cyprus (Reg. No. 143594). A list of the company's directors including for individuals the present name and surname, as well as any previous names and for legal entities the corporate name, is kept by the Secretary of the company at its registered office at 3 Themistocles Dervis Street, 1066 Nicosia and appears on the company's web site. Offices in Nicosia, Limassol, Larnaca and Paphos.



Report on other legal requirements

Pursuant to the additional requirements of the Auditors and Statutory Audits of Annual and Consolidated Accounts Law of 2009 and 2013, we report the following:

- We have obtained all the information and explanations we considered necessary for the purposes of our audit.
- In our opinion, proper books of account have been kept by the Company, so far as appears from our examination of these books.
- The Company's financial statements are in agreement with the books of account.
- In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Cyprus Companies Law, Cap. 113, in the manner so required.
- In our opinion, the information given in the report of the Board of Directors is consistent with the financial statements.

Other matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 34 of the Auditors and Statutory Audits of Annual and Consolidated Accounts Laws of 2009 and 2013 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

Loizos A. Markides Certified Public Accountant and Registered Auditor for and on behalf of

PricewaterhouseCoopers Limited Certified Public Accountants and Registered Auditors

Nicosia, 10 April 2014

Statement of comprehensive income for the year ended 31 December 2013

	Note	2013 €	2012 restated €
Revenue Administrative expenses Other income Other losses - net Operating profit	5 6 7	3.018.164 (2.886.643) 23.106 ————————————————————————————————————	3.095.684 (2.975.265) 23.399 (118.207) 25.611
Finance costs Profit/(loss) before income tax	10		<u>(37.877)</u> (12.266)
Income tax expense Profit/(loss) for the year	11	(84.427) 70.200	(69.629) (81.895)
Other comprehensive income: Remeasurement of post employment benefit obligations Other comprehensive income for the year, net of tax	25	2.655 2.655	<u>29.369</u> <u>29.369</u>
Total comprehensive income/(loss) for the year		72.855	(52.526)

Balance sheet at 31 December 2013

	Note	2013 €	2012 restated €
Assets Non-current assets			
Investments in associates	14	1.054.793	1.054.793
Current assets			
Trade and other receivables Cash in hand and at bank	15 16	478.775 843.059	439.545 765.789
		1.321.834	1.205.334
Total assets		2.376.627	2.260.127
Equity and liabilities Capital and reserves			
Share capital Other reserves	17 18	11.457.000 32.024	11.457.000 29.369
Accumulated losses	10	(9.560.048)	<u>(9.630.248</u>)
Total equity		1.928.976	<u> 1.856.121</u>
Non-current liabilities			
Deferred income tax liabilities	19	<u>4.575</u>	3.263
Current liabilities			
Trade and other payables Current income tax liabilities	21	314.935 82.408	295.848 65.023
Employee benefit obligations	20	45.733	39.872
		443.076	400.743
Total liabilities		447.651	404.006
Total equity and liabilities		2.376.627	2.260.127

On 10 April 2014 the Board of Directors of OPAP International Limited authorised these financial statements for issue.

Michael Houst, Director

Kamil Ziegler, Chairman

Statement of changes in equity for the year ended 31 December 2013

	Note	Share capital €	Other reserves (2) €	Accumulated losses ⁽¹⁾ €	Total €
Balance at 1 January 2012		5.130.000	-	-	5.130.000
As previously reported Prior year adjustment Balance at 1 January 2012 - as restated		- - 5.130.000	-	(9.494.224) (54.129) (9.548.353)	(9.494.224) (54.129) (4.418.353)
Comprehensive income Loss for the year				(81.895)	(81.895)
Other comprehensive income Remeasurement of post employment benefit obligations (net of tax) Total other comprehensive income	18		29.369 29.369		29.369 29.369
Total comprehensive income for the year			29.369	(81.895)	(52.526)
Transactions with owners Issue of shares Balance at 31 December 2012 - as restated	17	6.327.000	29.369		6.327.000
Balance at 1 January 2013					
As previously reported Prior year adjustment Balance at 1 January 2013 - as restated		11.457.000	29.369 29.369	(9.589.642) (40.606) (9.630.248)	1.896.727 (40.606) 1.856.121
Comprehensive income Profit for the year				70.200	70,200
Other comprehensive income Remeasurement of post employment benefit obligations (net of tax) Total other comprehensive income	18	-	2.655 2.655	<u>-</u>	2.655 2.655
Total comprehensive income for the year		-	2.655	70.200	72.855
Transactions with owners					
Balance at 31 December 2013		11.457.000	32.024	(9.560.048)	1.928.976

Companies which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, by the end of the two years after the end of the year of assessment to which the profits refer, will be deemed to have distributed this amount as dividend. Special contribution for defence at 15% will be payable on such deemed dividend to the extent that the shareholders for deemed dividend distribution purposes at the end of the period of two years from the end of the year of assessment to which the profits refer, are Cyprus tax residents. The special contribution for defence rate increased to 17% in respect of profits of year of assessment 2009, and to 20% in respect of profits of years of assessment 2010 and 2011, and is reduced back to 17% in respect of profits of years of assessment 2012 onwards. The amount of this deemed dividend distribution is reduced by any actual dividend paid out of the profits of the relevant year by the end of the period of two years from the end of the year of assessment to which the profits refer. This special contribution for defence is paid by the Company for the account of the shareholders.

⁽²⁾ Other reserves relate to the adoption of IAS19 revised, which allows remeasurements to be presented within equity.

Statement of cash flows for the year ended 31 December 2013

Cash flows from operating activities Profit/(loss) before income tax	Note	2013 € 154.627	2012 restated € (12.266)
Adjustments for: Impairment of investments in associates Interest income Interest expense	14 6 10	(23.106)	118.207 (23.399) <u>37.877</u> 120.419
Changes in working capital: Trade and other receivables Trade and other payables Provision for staff compensation Cash generated from operations		(39.230) 19.087 5.861 117.239	43.582 37.490 39.872 241.363
Income tax paid Net cash generated from operating activities		(63.075) 54.164	(99.873) 141.490
Cash flows from investing activities Interest received Net cash from investing activities		23.106 23.106	23.399 23.399
Cash flows from financing activities Proceeds from issuance of ordinary shares Proceeds from loans from related parties Interest paid Net cash from financing activities	17 23(iv)	<u>:</u> 	6.327.000 (5.866.424) (37.877) 422.699
Net increase in cash and cash equivalents Cash and cash equivalents at beginning of year Cash and cash equivalents at end of year	16	77.270 765.789 843.059	587.588 178.201 765.789

Notes to the financial statements

1 General information

Country of incorporation

The Company is incorporated and domiciled in Cyprus as a private limited liability company in accordance with the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at 128-130 Limassol Street, 2015 Strovolos, Nicosia.

Principal activities

The principal activity of the Company is the provision of consultancy services wholly and exclusively regarding the operation of the game "Pame Stoixima". More specifically, the services relate to the co-operation for the operation of betting, the evaluation of the betting products, the configuration of the betting outcome, the risk assessment, the transfer of the know-how, trading and infocasting services. The objective of the Company is the acquisition of all investments and business activities of OPAP S.A outside Greece.

Operating environment of Cyprus

The Cyprus economy has been adversely affected from the crisis in the Cyprus banking system in conjunction with the inability of the Republic of Cyprus to borrow from international markets. As a result, the Republic of Cyprus entered into negotiations with the European Commission, the European Central Bank and the International Monetary Fund (the "Troika"), for financial support, which resulted into an agreement and the Eurogroup decision of 25 March 2013. The decision included the restructuring of the two largest banks in Cyprus through "bail in". During 2013 the Cyprus economy contracted further with a decrease in the Gross Domestic Product.

Following the positive outcome of the first and second quarterly reviews of Cyprus's economic programme by the European Commission, the European Central Bank and the International Monetary Fund during 2013, the Eurogroup endorsed the disbursement of the scheduled tranches of financial assistance to Cyprus.

The Company's management is unable to predict all developments which could have an impact on the Cyprus economy and consequently, what effect, if any, they could have on the future financial performance, cash flows and financial position of the Company.

On the basis of the evaluation performed, the Company's management has concluded that no provisions or impairment charges are necessary.

The Company's management believes that it is taking all the necessary measures to maintain the viability of the Company and the development of its business in the current business and economic environment.

1 General information (continued)

Disclosure of general events

The negotiations of the Cyprus Government with the European Commission, the European Central Bank and the International Monetary Fund (the "Troika"), in order to obtain financial support, resulted in an agreement and decision of the Eurogroup on 25 March 2013 on the key elements necessary for a future macroeconomic adjustment programme which includes the provision of financial assistance to the Republic of Cyprus of up to €10 billion. The programme aims to address the exceptional economic challenges that Cyprus is facing, and to restore the viability of the financial sector, with a view to restoring sustainable economic growth and sound public finances in the coming years.

The Eurogroup decision on Cyprus includes plans for the restructuring of the financial sector and safeguards deposits below €100.000 in accordance with European Union legislation. In addition, the Cypriot authorities have reaffirmed their commitment to step up efforts in the areas of fiscal consolidation, structural reforms and privatizations.

On 12 April 2013 the Eurogroup welcomed the agreement that was reached between Cyprus and the Troika institutions regarding the macroeconomic adjustment programme for Cyprus. Subsequently all the necessary procedures for the formal approval of the Board of Directors of the European Stability Mechanism were completed, as well as the ratification by Eurozone member states. Following the completion of the above procedures, the first tranche of the financing of the Republic of Cyprus was released in line with the provisions of the Memorandum.

On 22 March 2013 legislation was enacted by the House of Representatives concerning restrictive measures in respect of transactions executed through the banking institutions operating in Cyprus. The extent and duration of the restrictive measures are decided by the Minister of Finance and the Governor of the Central Bank of Cyprus and were enforced on 28 March 2013. The temporary restrictive measures, with respect to banking and cash transactions include restrictions on cash withdrawals, the cashing of cheques and transfers of funds to other credit institutions in Cyprus and abroad. They also provide for the compulsory partial renewal of certain maturing deposits.

On 29 March 2013 the Central Bank of Cyprus issued decrees relating to Laiki Bank and Bank of Cyprus, implementing measures for these two banks under the Resolution of Credit and Other Institutions Law of 2013.

On the basis of the relevant decrees, Laiki Bank was placed into resolution. What remained in Laiki Bank were mainly the uninsured deposits and assets outside Cyprus. The assets of Laiki Bank in Cyprus, the insured deposits and the Eurosystem financing have been transferred to Bank of Cyprus, with compensation for the value of the net assets transferred, the issue of shares by Bank of Cyprus to Laiki Bank.

The recapitalization process for the Bank of Cyprus was completed in accordance with the relevant decrees of the Resolution Authority through "bail-in", that is through the partial conversion of uninsured deposits into shares. In addition, the holders of shares and debt instruments in Bank of Cyprus on 29 March 2013 have contributed to the recapitalization of Bank of Cyprus through the absorption of losses.

These measures are not expected to have any adverse impact on the Company's operations. Further, the Company did not hold any bank deposits, at 26 March 2013, in those two Cypriot banks and as such no loss arise from these measures.

1 General information (continued)

On 18 April 2013 legislation was enacted by the House of Representatives to increase the corporate tax from 10% to 12.5% with effect from 1 January 2013. Furthermore, legislation was enacted to increase the rate of special defense contribution from 15% to 30% on interest which does not arise from the ordinary course of business or is closely linked to it with effect from 29 April 2013.

Following the positive outcome of the first and second quarterly reviews of the Cyprus economic programme by the European Commission, the European Central Bank and the International Monetary Fund, during 2013, the Eurogroup endorsed the disbursement of the scheduled tranches of financial assistance to Cyprus.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union (EU), and the requirements of the Cyprus Companies Law, Cap. 113.

As of the date of the authorisation of the financial statements, all International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) that are effective as of 1 January 2013 have been adopted by the EU through the endorsement procedure established by the European Commission, with the exception of certain provisions of IAS 39 "Financial Instruments: Recognition and Measurement" relating to portfolio hedge accounting.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates and requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

Adoption of new and revised IFRSs

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2013. This adoption did not have a material effect on the accounting policies of the Company, with the exception of the following:

Amendment to IAS 1 "Financial Statements Presentation on Presentation of Items of Other Comprehensive Income". As a result of the adoption of this amendment, the Company groups items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments).

2 Summary of significant accounting policies (continued)

Adoption of new and revised IFRSs (continued)

• IAS19 "Employee benefits". The changes on the Company's accounting policies have been as follows: to immediately recognize all past service cots; to replace interest cost and expected return on plan asset with a net interest amount that is calculated by applying the discount rate to the net defined benefit liability (asset) and to recognize all remeasurements, previously known as actuarial gains/losses in other comprehensive income for the impact on the financial statements.

At the date of approval of these financial statements a number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2013, and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company, except the following set out below:

IFRS 9, 'Financial instruments'. IFRS 9 addresses the classification, measurement and recognition of financial assets and financial liabilities. It replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured as at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The Company is yet to assess IFRS 9's full impact. The Company will consider the impact of the remaining phases of IFRS9 when completed by the Board. The standard is effective for annual periods beginning on or after 1 January 2015 and has not yet been endorsed by the European Union.

Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for the sale of goods and services in the ordinary course of the Company's activities, net of value added taxes, returns and discounts.

The Company recognises revenue when the amount of revenue can be reliably measured, when it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Company's activities as described below. The Company bases its estimate of return on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. Revenues earned by the Company are recognised on the following bases:

2 Summary of significant accounting policies (continued)

Revenue recognition (continued)

(i) Sales of services

Sales of services are recognised in the accounting period in which the services are rendered, by reference to the stage completion of the specific transaction and assessed on the basis of the actual service provided as a proportion of the total services to be provided.

(ii) Interest income

Interest income is recognised using the effective interest method. When a loan or receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans and receivables is recognised using the original effective interest rate.

Employee benefits

The Company and the employees contribute to the Government Social Insurance Fund based on employees' salaries. In addition, the Company operates a defined contribution scheme the assets of which are held in a separate trustee-administered fund. The scheme is funded by payments from employees and by the Company. The Company's contributions are expensed as incurred and are included in staff costs. The Company has no further payment obligations once the contributions have been paid. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

In addition the Company operates a defined benefit retimenet scheme the assets of which are held in a separate trustee- administered fund. The Company has adopted the revised IAS 19 Employee Benefits on 1 January 2013, and as a result the actuarial gains & losses (re-measurements) arising from the valuation of the defined benefit pension scheme are no longer permitted to be deferred and must be recognised immediately in other comprehensive income.

Foreign currency translation

(i) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Euro (€), which is the Company's functional and presentation currency.

2 Summary of significant accounting policies (continued)

Foreign currency translation (continued)

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. 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 profit or loss.

Foreign exchange gains and losses that relate to borrowings are presented in profit or loss within "finance costs". All other foreign exchange gains and losses are presented in profit or loss within "other gains/(losses) – net".

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognised in profit or loss, and other changes in carrying amount are recognised in other comprehensive income.

Translation differences on non-monetary items, such as equities held at fair value through profit or loss, are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as available-for-sale financial assets, are included in other comprehensive income.

Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the country in which the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. If applicable tax regulation is subject to interpretation, it establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by 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.

2 Summary of significant accounting policies (continued)

Current and deferred income tax (continued)

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

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on the Company where there is an intention to settle the balances on a net basis.

Associates

Associates are all entities over which the Company has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights.

Investments in associates are measured at cost less impairment. Investments in associates are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised through profit or loss 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. An impairment loss recognised in prior years is reversed where appropriate if there has been a change in the estimates used to determine the recoverable amount.

Transactions with equity owners/subsidiaries

The Company enters into transactions with shareholders and subsidiaries. When consistent with the nature of the transaction, the Company's accounting policy is to recognise (a) any gains or losses with equity holders and other entities which are under the control of the ultimate shareholder, directly through equity and consider these transactions as the receipt of additional capital contributions or the payment of dividends; and (b) any losses with subsidiaries as cost of investment in subsidiaries. Similar transactions with non-equity holders or subsidiaries, are recognised through the profit or loss in accordance with IAS 39, 'Financial Instruments Recognition and Measurement'.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2 Summary of significant accounting policies (continued)

Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the carrying amount and the recoverable amount, being the present value of estimated future cash flows, discounted at the effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in profit or loss within "selling and marketing costs". When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against "selling and marketing costs" in profit or loss.

Share capital

Ordinary shares are classified as equity.

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

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

Cash and cash equivalents

In the statement of cash flows, cash and cash equivalents include cash in hand and deposits held at call with banks with original maturity of three months or less.

3 Financial risk management

(i) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk relating to fair value interest rate risk and cash flow interest rate risk, credit risk and liquidity risk.

The Company does not have a formal risk management policy programme. Instead the susceptibility of the Company to financial risks such as interest rate risk and credit risk are monitored as part of its daily management of the business.

Market risk

Cash flow and fair value interest rate risk

As the Company has no significant interest-bearing assets, the Company's income and operating cash flows are substantially independent of changes in market interest rates.

The Company's interest rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk.

Cash flow interest rate risk is not managed on a systematic basis.

Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to parent entity.

The Company does not have formal policies and procedures for managing and monitoring credit risk.

Liquidity risk

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months, with the exception of borrowings, equal their carrying balances as the impact of discounting is not significant.

Less than 1 year €

At 31 December 2012
Trade and other payables
At 31 December 2013
Trade and other payables

295.848

314.935

Management does not have a formal policy for managing liquidity risk.

3 Financial risk management (continued)

(ii) Capital risk management

The Company's objectives when managing capital are to safeguard the Company'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.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The capital as defined by management at 31 December 2013 and 2012 consists of equity as shown on the face of the balance sheet.

(iii) Fair value estimation

The carrying value of trade receivables and payables are assumed to approximate their fair values.

4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(i) Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Income taxes

Significant judgment is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

4 Critical accounting estimates and judgements (continued)

(i) Critical accounting estimates and assumptions (continued)

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/income for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations. The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the interest rates of high-quality corporate bonds that are denominated in the currencyin which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in Note 20.

(ii) Critical judgements in applying the Company's accounting policies

Impairment of investment in associate

The Company follows the guidance of IAS 36 to determine when an investment is impaired. This determination requires significant judgement. In making this judgement, the Company evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost and the financial health and short-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

5 Revenue

	2013 €	2012 €
Sales of services to the parent company (Note 21(i))	3.018.164	3.095.684
6 Other income		
	2013 €	2012 €
Interest income:	23.106	23.399
Bank balances	23.106	23.399

7 Other gains/(losses) - net

	2013 €	2012 €
Investments in associates: Impairment charge (Note 14)		(118.207)
8 Expenses by nature		
	2013 €	2012 restated €
Repairs and maintenance Operating lease payments Insurance Auditors' remuneration Staff costs (Note 9) Advertising and promotion Transportation expenses Other expenses Professional fees Legal fees Total administrative expenses	24 18.000 20.086 9.177 2.341.029 290 2.011 61.078 426.957 7.991 2.886.643	163 53.020 11.758 8.017 2.152.544 17.482 55.285 667.210 9.786 2.975.265
9 Staff costs		
	2013 €	2012 €
Wages and salaries Social insurance costs and other funds Defined benefit pension scheme (Note 20)	1.903.947 427.252 9.830 2.341.029	1.723.461 410.708 18.375 2.152.544
10 Finance costs		
	2013 €	2012 restated €
Interest expense: Loans from related parties (Note 23(iv))		37.877

11 Income tax expense

Current tax:	2013 €	2012 restated €
Corporation tax-from abroad	82.408	65.023
Defence contribution	2.019	1.467
Under provision of prior years' taxes:		
Corporation tax-from abroad		3.139
Income tax expense	84.427	69.629

The tax on the Company's profit/(loss) before tax differs from the theoretical amount that would arise using the applicable tax rate as follows:

	2013 €	2012 restated €
Profit/(loss) before tax	<u>154.627</u>	(12.266)
Tax calculated at the applicable corporation tax rate of 12,5% Tax effect of expenses not deductible for tax purposes Tax effect of allowances and income not subject to tax Special contribution for defence Transfer of losses Prior years' tax-Corporation tax-from abroad Corporation tax-from abroad Tax effect of tax losses for which no deferred tax asset was recognised	19.328 (33.184) - 2.019 - 82.408 13.856	(1.227) 15.608 (27.504) 1.467 13.123 3.139 65.023
Income tax charge	84.427	69.629

The Company is subject to income tax on taxable profits at the rate of 10% up to 31 December 2012, and at the rate of 12,5% as from 1 January 2013. The branch in Greece is subject to corporation tax on taxable profits at the rate of 26% (2012: 20%).

As from tax year 2012 brought forward losses of only five years may be utilised.

Up to 31 December 2008, under certain conditions interest may be subject to special contribution for defence at the rate of 10%. In such cases 50% of the same interest will be exempt from income tax thus having an effective tax rate burden of approximately 15%.

From 1 January 2009 onwards, under certain conditions, interest may be exempt from income tax and be subject only to special contribution for defence at the rate of 10%; increased to 15% as from 31 August 2011, and to 30% as from 29 April 2013.

In certain cases dividends received from abroad may be subject to special contribution for defence at the rate of 15%; increased to 17% as from 31 August 2011; increased to 20% as from 1 January 2012; reduced to 17% as from 1 January 2014. In certain cases dividends received from 1 January 2012 onwards from other Cyprus tax resident companies may also be subject to special contribution for defence.

Gains on disposal of qualifying titles (including shares, bonds, debentures, rights thereon, etc) are exempt from Cyprus income tax.

11 Income tax expense (continued)

Liabilities as per balance sheet

Trade and other payables (excluding statutory liabilities)

The tax (charge)/credit relating to components of other comprehensive income is as follows:

Tax effects of components of other comprehensive income

)	ear ended 31	December		
		2013		20	12 restated	
Defined by 151	Before tax €	Tax (charge)/ credit €	After tax €	Before tax €	Tax (charge)/ credit €	After tax €
Defined benefit obligations: Remeasurement of post employment benefit						
obligations	3.967	(1.312)	<u> 2.655</u>	32.632	(3.263)	29.369
Other comprehensive income	3.967	(1.312)	2.655	32.632	(3.263)	29.369
12 Financial instrum	nents by ca	ategory				
					ans and ivables €	Total €
31 December 2012 Assets as per balance sheet Trade and other receivables (excluding prepayments)	ng				104.537	404.537
Cash and cash equivalents					765.789	765.789
Total				1.1	170.326	1.170.326
				Other fi	nancial abilities €	Total €
31 December 2012 Liabilities as per balance sheet						
Trade and other payables (excluding	statutory liabilitie	es)		2	225.086	225.086
					ins and ivables €	Total €
31 December 2013 Assets as per balance sheet Trade and other receivables (excluding	ng					
prepayments) Cash and cash equivalents					118.053 343.059	418.053 843.059
Total				1.2	261.112	1.261.112
				Other fi lia	nancial abilities €	Total €
31 December 2013					_	

240.953

240.953

13 Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates:

	2013 €	2012 €
Trade receivables		
Counterparties without external credit rating		
Group 1	418.053	404.537
	2013 €	2012 restated €
Cash at bank and short-term bank deposits - as per Moody's report dated 2 January 2014 ⁽¹⁾	_	_
Caa1	842.221	763.912

⁽¹⁾ The rest of the balance sheet item 'cash and cash equivalents' is cash in hand.

Group 1 - companies within the group, common control companies and associates with no defaults in the past.

None of the financial assets that are fully performing has been renegotiated in the last year.

None of the loans and receivables from related parties is past due or impaired.

14 Investments in associates

	2013	2012 <i>€</i>
	€	E
At beginning of year	1.054.793	1.173.000
Impairment charge	4.054.702	(118.207)
At end of year	<u> 1.054.793</u>	<u> 1.054.793</u>

The Company's share of the results of its associates, all of which are unlisted, are as follows:

Name	Country of incorporation	% interest held
2012 restated Neurosoft Software Production S.A	Greece	25,42
2013 Neurosoft Software Production S.A	Greece	25,42

The principal activity of Neurosoft Software Production S.A. is that of software production company.

15 Trade and other receivables

	2013 €	2012 €
Receivables from parent entity (Note 23(iii)) Prepayments	418.053 60.722	404.537 35.008
	<u>478.775</u>	439.545

The fair values of trade and other receivables approximate their carrying amounts.

As of 31 December 2013, trade receivables of €418.053 (2012: €404.537) were fully performing.

Trade receivables that are less than three months past due are not considered impaired. As of 31 December 2013, none of the trade receivables were past due but not impaired.

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

The maximum exposure to credit risk at the balance sheet date is the carrying value of each class of receivable mentioned above. The Company does not hold any collateral as security.

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

	2013 €	2012 €
Euro - functional and presentation currency	478.775	439.545
16 Cash in hand and at bank		
	2013 €	2012 €
Cash at bank and in hand Short-term bank deposits	393.059 450.000 843.059	465.789 300.000 765.789
Cash and cash equivalents include the following for the purposes of flows:	the statem	ent of cash
	2013 €	2012 €
Bank balances Cash and cash equivalents are denominated in the following curren	<u>843.059</u> cies:	765.789
	2013 €	2012 €
Euro - functional and presentation currency	843.059	765.789

17 Share capital

At 31 December 2012/1 January 2013

		2042	204	O rectated
	Nun	2013	Numbe	2 restated
	of sh		€ of share	
Authorised				
Shares of €1,71 each	6 700 000	<u>11.457.000</u>	6 700 000	11.457.000
Issued and fully paid				
Shares of €1,71 each	<u>6 700 000</u>	<u>11.457.000</u>	6 700 000	11.457.000
18 Other reserves				
				Detinement
				Retirement benefit
				obligations
At 1 January 2012 - as restated				€
				_
Remeasurement of post employment benefit obligations (net of tax)				29.369
At 31 December 2012/1 January 2013				29.369
Remeasurement of post employment				
benefit obligations (net of tax)				2.655
				32.024
At 31 December 2013				32.024
19 Deferred income tax assets				
The analysis of deferred income tax assets a	nd deferred i	ncome tax	liabilities are	as follows:
				2012
			2013	2012
			_	restated
Deferred income tax liabilities: - Deferred tax liabilities to be settled after more than t			€	restated €
Deterred tax habilities to be settled after more than t	welve months		-	€
	welve months	-	€ (4.575) -	
T		-	(4.57 <u>5</u>)	€
The gross movement on the deferred income		is as follow	(4.57 <u>5</u>)	€
The gross movement on the deferred income		is as follow	(4.575) 	€ (3.263)
The gross movement on the deferred income		is as follow	(4.575) 	€(3.263) 2012 restated
		is as follow	(4.575) ——- /S: 2013 €	€ (3.263)
At beginning of year	tax account	is as follow	(4.575) 	€ (3.263)
	tax account	is as follow	(4.575) ——- /S: 2013 €	€ (3.263)
At beginning of year Tax charge relating to components of other comprehen (Note 11)	tax account	is as follow	(4.575) 	€(3.263)
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year	tax account	-	(4.575) 	€(3.263) 2012 restated € 3.2633.263
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year The movement in deferred income tax assets	tax account sive income	- = s during the	(4.575)	€(3.263) 2012 restated € 3.263 3.263 ut taking
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year The movement in deferred income tax assets into consideration the offsetting of balances w	tax account sive income	- = s during the	(4.575)	€(3.263) 2012 restated €
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year The movement in deferred income tax assets	tax account sive income	- = s during the	(4.575)	€(3.263) 2012 restated €
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year The movement in deferred income tax assets into consideration the offsetting of balances w Deferred tax assets	tax account sive income	- = s during the	(4.575)	€(3.263) 2012 restated € 3.2633.263 ut taking follows:
At beginning of year Tax charge relating to components of other comprehen (Note 11) At end of year The movement in deferred income tax assets into consideration the offsetting of balances w	tax account sive income	- = s during the	(4.575)	€(3.263) 2012 restated € 3.2633.263 ut taking follows:

3.263

19 Deferred income tax assets (continued)

Charged/(credited) to:	
Other comprehensive income (Note 18)	1.312
At 31 December 2013	4.575

20 Employee benefit obligations

Under Greek Labour Law, employees and workers are entitled to compensation in case of dismissal or retirement with a payment amount calculated based on the rate of the employee or the worker, the length of service and the way of termination of the employment relationship (dismissal or retirement). Employees or workers who resign or are dismissed with cause are not entitled to compensation. The compensation payable in case of retirement is equal to 40% of the amount that would be payable to a dismissal without cause. In Greece according to the local practice, these programmes are not funded. The Company charges for benefits earned in each period with a corresponding increase in the pension liability. Benefit payments are charged against this liability.

The movement of the provision for the defined benefit plan is as follows:

	2013 €	2012 restated €
Change in the present value of the obligation: Actuarial liability Finance cost	39.872 1.873	54.129 2.869
Cost of services rendered in the year Actuarial gains - recognised in Other comprehensive income	7.956 (3.967)	15.506 (32.632)
	45.734	39.872
Amounts recognised in the Income statement:		
Cost of services rendered in the year Finance cost	7.957 1.873	15.506 2.869
Total charge in the income statement	9.830	18.375
Basic assumptions of actuarial valuation Discount rate Future salary increases Inflation	2013 % 3,70 2,20 2,00	
21 Trade and other payables	2013	2012
	€	€
Trade payables	15.282	36.197
Accrued expenses Value Added Tax	225.670 73.983	188.889 70.762
	314.935	295.848

The fair value of trade and other payables which are due within one year approximates their carrying amount at the balance sheet date.

21 Trade and other payables (continued)

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

2013 2012 €

Euro - functional and presentation currency

314.935 295.848

22 Commitments

(i) Operating lease commitments – where the Company is the lessee

The Company leases a flat under non-cancellable operating lease agreements. The leases have varying terms and renewal rights.

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

 2013 €
 2012 €

 €
 €

 No later than 1 year
 7.500 39.397

23 Related party transactions

The Company is controlled by OPAP S.A., which is registered in Greece and owns 100% of the share capital of the Company. The shares of OPAP S.A. are listed in Athens Stock Exchange.

(i) Sales of services

	2013 €	2012 €
Sales of services: OPAP S.A (parent company)	3.018.164	3.095.684

Sales of services were made on commercial terms and conditions.

(ii) Directors' remuneration

(iii)

The total remuneration of the Directors was as follows:

	2013 €	2012 €
Emoluments in their executive capacity	<u>77.574</u>	86.400
Year-end balances arising from sales services		
Receivables from parent company (Note 15): OPAP S.A.	2013 € 418.053	2012 € 404.537
The above balances relate to trading transactions.		

(iv) Borrowings from related parties

	2013	2012
	€	€
Borrowings from related party:		
At beginning of year	-	5.866.424
Borrowings repaid during year	-	(5.904.301)
Interest charged (Note 10)		37.877
At end of year	-	

The loan which was provided by OPAP (Cyprus) Limited, a company under common control, carried interest at Euribor plus 0,5% and was repaid in 2012.

24 Events after the balance sheet date

There were no material events after the balance sheet date, which have a bearing on the understanding of the financial statements.

25 Change in accounting policy

The Company adopted IAS19 (revised 2011), 'Employee Benefits' on 1 January 2013 with a retrospective effect. The new accounting policy has had the following impact on the financial statements.

Adoption of IAS19 (revised 2011)

The revised employee benefit standard introduces changes to the recognition, measurement, presentation and disclosure of post-employment benefits. The standard also requires net interest expense/income to be calculated as the product of the net defined benefit liability/asset and the discount rate as determined at the beginning of the year. The effect of this is to remove the previous concept of recognising an expected return on plan assets.

The effects of the changes to the accounting policy is shown on the following tables:

25 Change in accounting policy

Impact of change in accounting policy on Balance sheet (extract):

2.886.643		2.886.643	2.975.265	(16.952)	2.992.217	Administrative expenses
For the year ended 31 December 2013 (as presented)	Adoption of IAS 19 (revised 2011)	For the year ended 31 December 2013	For the year ended 31 December 2012 (restated)	Adoption of IAS 19 (revised 2011)	For the year ended 31 December 2012 (previously stated)	
			xtract):	me Statement (e)	nting policy on Inco	Impact of change in accounting policy on Income Statement (extract):
(4.575)	(2.019)	(2.556)	(3.263)	(11.237)	95) 7.974	Non - current liabilities Deferred income tax asset/(liabilities)
(45.733)	(4.007)	(41.726)	(39.872)		(39.872)	
(45.733)	(4.007)	(41.726)	(39.872)	ı	(39.872)	Non - current liabilities Retirement benefit obligations
(9.528.024)	(8.582)	(9.519.442)	(9.600.879)	(11.237)	(9.589.642)	
(9.560.048) 32.024	(40.606) 32.024	(9.519.442)	(9.630.248) 29.369	(40.606) 29.369	(9.589.642)	Capital and reserves Accumulated losses Other reserves
As at 31 December 2013 (restated)	Adoption of IAS 19 (revised 2011)	As at 31 December 2013	As at 31 December 2012 (restated)	Adoption of IAS 19 (revised 2011)	As at 31 December 2012 (previously stated)	

25 Change in accounting policy (continued)

Impact of change in accounting policy on the statement of comprehensive income (extract):

Remeasurements of post employment benefit obligations, net of tax	Other comprehensive income: Remeasurements of post employment benefit obligations Deferred tax liabilities	
	t t	For the year ended 31 December 2012 (previously stated)
29.369	32.632 (3.263)	Adoption of IAS 19 (revised 2011)
29.369	32.632 (3.263)	For the year ended 31 December 2012 (restated)
		For the year ended 31 December 2013
2.655	3.697 (1.312)	Adoption of IAS 19 (revised 2011)
2.655	3.967 (1.312)	Adoption of IAS For the year ended 19 (revised 31 December 2013 2011) (as presented)

Impact of change in accounting policy on the statement of changes in equity (extract):

Balance 31 December 2013 - as restated	Balance 31 December 2013 - reported Effect of changes in accounting policy	Balance 31 December 2012 - as restated	Balance 31 December 2012 - reported Effect of changes in accounting policy	
32.024	32.024	29.369	- 29.369	Other reserves €
(9.560.048)	(9.519.442) (40.606)	(9.630.248)	(9.589.642) (40.606)	Accumulated losses €
(9.528.024)	(9.519.442) (8.582)	(9.600.879)	(9.589.642) (11.237)	Total €

Independent auditors report on pages 4 to 5.