

# KATHIMERINES EKDOSEIS S.A.

## KATHIMERINES EKDOSEIS S.A.

Annual Financial Statements for the year from 1<sup>st</sup> January to 31<sup>st</sup> December  
2012 in accordance with the International Financial Reporting Standards (IFRS)  
as adopted by the European Union

**March 2013**

# **KATHIMERINES EKDOSEIS S.A.**

## **Annual Financial Statements for the year 2012**

**For the year from 1<sup>st</sup> January to 31<sup>st</sup> December 2012**

It is hereby verified that the attached Annual Financial Statements are those approved by the Board of Directors of «KATHIMERINES EKDOSEIS S.A.», on 26<sup>th</sup> March 2013 and have been posted in internet, at the electronic address [www.explorerworld.gr/kathimerines-ekdoseis](http://www.explorerworld.gr/kathimerines-ekdoseis).

It is to be noted that the publicized summary financial data and information, in particular at the electronic address [www.explorerworld.gr/kathimerines-ekdoseis](http://www.explorerworld.gr/kathimerines-ekdoseis), arising from the financial statements aim at providing the public with specific general financial items, but they do not present a comprehensive view of the financial position, financial performance and cash flows of the Company, in accordance with the International Financial Reporting Standards.

Neo Faliro, March 26<sup>th</sup> 2013

**The Chairman & Managing Director**

**Themistocles A. Alafouzos**

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# **KATHIMERINES EKDOSEIS S.A.**

## **Independent Auditor's Report**

To the Shareholders of the Company KATHIMERINES EKDOSEIS S.A.

### **Report on the Financial Statements**

We have audited the accompanying financial statements of the Company KATHIMERINES EKDOSEIS S.A., which comprise the Statement of Financial Position as at December 31, 2012, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, as well as the summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as adopted by European Union, and for such internal control as management 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

## **KATHIMERINES EKDOSEIS S.A.**

considers internal control relevant to the entity's preparation and fair presentation of the 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 company'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 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 accompanying financial statements present fairly, in all material respects, the financial position of the Company KATHIMERINES EKDOSEIS S.A.as at December 31, 2012, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards that have been adopted by the European Union.

### **Emphasis of matter**

Without qualifying our opinion, we draw your attention to Notes 4.3 and 5.11 of the Financial Statements, making reference to the fact that in respect of the Company's total Equity, the conditions of Article 47, CL 2190/1920 are effective for application, on going concern principle, regarding the Company. Moreover, the total value of the Company's short-term liabilities exceeds the total value of its current assets by an amount of € 24,10 million and therefore, it is possible that the company will not be in position to fulfill part of its contractual obligations. Furthermore, the same Explanatory Notes to the Financial Statement make reference to the actions, taken by the Management of the Company in order to handle the aforementioned risks. The conditions, describe above, indicate the existence of material uncertainties in respect of the company's ability to facilitate going concern.

# KATHIMERINES EKDOSEIS S.A.

## Report on Other Legal and Regulatory Requirements

We verified the agreement and correspondence of the content of the Board of Directors' Report with the abovementioned financial statements, in the context of the requirements of Articles 43a and 37 of the Law 2190/1920.

Athens, March 27<sup>th</sup> 2013

**The Chartered Accountant**

**Athanasia Gerasimopoulou**

**SOEL reg. no. 32071**



**Grant Thornton**

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Registry Number SOEL 127

# KATHIMERINES EKDOSEIS S.A.

## Report of the Board of Directors of the Company

### «KATHIMERINES EKDOSEIS S.A.» for the year 1.1.2012- 31.12.2012

The purpose of this report is to inform shareholders about:

- The financial position, results, overall performance of the Company for the year 2012 and the changes which occurred.
- The significant events which occurred during the current financial year and their impact on the annual Financial Statements of the company.
- The risks which could arise for the Company.
- The transactions between the Company and its Related Parties.

The societe anonyme «KATHIMERINES EKDOSEIS S.A.» id a subsidiary of KATHIMERINI Group, in which «KATHIMERINI S.A.» holds participating interest of 100%. It operates in publications segment and issues the newspaper «Kathimerini». It owns and exploits the modern printing unit where the newspaper and other publications of the Group and third parties are printed (Outwork).

On 31.12.2011, there was finalized the secession of the publications segment of the parent Company «KATHIMERINI S.A.», under the Transition Balance Sheet prepared on 30.06.2011. Therefore, the results for the year 1/1/2012 – 31/12/2012 are not comparable to those for the year 1/1/2011 – 31/12/2011, since the last year results did not include the first six month of 2011 results of the publications segment of the company «KATHIMERINI S.A.».

## **UNIT A**

### **Financial development and results for the year 1.1 – 31.12.2012**

#### **✓ Review of Results for the Year 2012, Development – Changes in Company**

#### **Financials**

The effect of economic conditions and the impact of the economic crisis were evident in the domain of media. There was an overall decline in sales of newspapers and magazines that constitute the main scope of the Company operations. Alongside, the economic downturn had an adverse effect on the major categories advertised in the press (automakers, banks, etc.), so advertising revenue is drastically reduced and there is considerable pressure on sales of advertising space.

## KATHIMERINES EKDOSEIS S.A.

Given the above circumstances, the Company turnover stood at 43,75 million Euros, EBITDA amounted to 6,10 million Euros and losses before tax for the year stood at 12,01 million Euros.

### **The Company's financials are presented as follows:**

**Turnover:** The Company's turnover in the current year stood at 43,75 million Euros. In particular, income from printed advertising amounted to 10,94 million Euros, sales of newspapers, magazines and booth offers amounted to 23,83 million Euros, while income from printed items stood at 7,32 million Euros. Sales of sub products stood at 0,98 million Euros and other sales generated income of 0,68 million Euros.

**Gross operating profit:** Gross profit margin stood at 6,57 million Euros (15%).

**Net cash flows from the operating activities:** Net cash flows from the operating activities of the Company stood at -3,38 million Euros, cash flows from investing activities stood at -0,87 million Euro and cash flows from financing activities stood at 0,92 million Euros. Cash available amounted to 0,47 million Euros.

**Net Fixed Assets:** As at 31.12.2012, the unamortized value of the Fixed Assets amounted to 42,24 million Euros and represented 56,55% % of the Total Assets of the Company. As at 31.12.2011, it amounted to 45,37 million Euros. The change is mainly due to depreciations, amounting to 3,74 million Euros.

**Inventory:** Inventory does not represent a significant percentage of the Total Assets and stand at 3,80%.

**Equity:** Equity amounts to 3,98 million Euros and represents 5,33% of the Total Company Liabilities.

**Bank Loans:** The company bank loans stood at 34,95 million Euros as at 31.12.2012 versus 34,83 million Euros as at 31.12.2011.

### **Personnel employed:**

As at December 31, 2012, the company employed 248 persons, while for the year 2011 the number was 374 persons.

The ratios, presenting the company financial position, as at 31.12.2012 and 31.12.2011 are as follows:

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	31/12/2012	31/12/2011
<b><u>Liquidity Ratios</u></b>		
Current ratio	0,57	0,76
Days sales in receivables	206	182
<b><u>Leverage Ratios</u></b>		
Debt to equity ratio	17,78	4,62
Long-term debt to equity	3,60	0,93
Fixed assets to equity	10,62	2,82
<b><u>Return on Capital Ratios</u></b>		
Return on total assets	-0,16	-0,06
Return on equity (ROE)	-3,02	-0,33
Gross profit margin	16%	22%

## **UNIT B**

### **Significant Events in the Current Year 2012**

Within the year 2012, the Company continued to take and implement actions aimed at keeping the newspaper on top of circulation and validity.

As at the closing year end, the total of short-term Company liabilities exceeded the total of its current assets by an amount of € 24,10 million.

The Management ensures that there are sufficient available credit facilities to be able to cover its short-term business needs. The funds for long-term liquidity needs are additionally ensured by an adequate amount of borrowed funds.

The Management is in constant collaboration with the partner banks in order to increase the credit limits and the possibility of funding through new borrowed funds. The bank borrowings of the Company as a whole are settled timely and regularly.

In addition, the Company's Management continues to implement the strategy to reduce operating costs and has already proceeded with extensive cuttings of production and distribution costs a significant reduction in booth offers and publications and their accompanying advertising promotion, the level of third parties fees and payroll in order to adjust the levels of operating costs to the prevailing conditions of demand and sales.

In particular, the Company:

- proceeded with withholding some of the newspaper inserts, reduced the number of pages in magazines inserts and managed up to the production and distribution standards of the newspaper with significant results in reducing the cost of consumption of raw and auxiliary materials.

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- continued streamlining the payroll costs. As from April 2012 , it proceeded with the reduction of nominal wages of the personnel by 10% and 15% depending on the amount of salary. It continued its exits programs, while making legitimate payments to beneficiaries. Finally, it offered voluntary redundancy to all the staff by paying additional compensation equaling six monthly salaries, in addition to legal compensation, calculated according to the monthly salary before reduction in April 2012 and in accordance with the provisions of Article 74 of Law 3863/2010. This way, the Group saved annually percentage reduction of the wage bill by about 30%.
- reduced the cost of fees of associates and photographers in the newspaper inserts.
- particular attention has been paid to the cost of the aforementioned products and the Sunday newspaper edition. The options that have been taken were based on quality criteria in view of the market cost.

The effect of these adjustments will be reflected in the results of the next year, increasing, this way, the working capital.

- The Regular General Meeting of the Company that was held on July 30<sup>th</sup> , 2012, made, among others, the following decisions:
  - I. Approval of the Financial Statements of the Company for the annual period 01.01.2011 – 31.12.2011
  - II. Submission and approval of the Board of Directors proposal on non-distribution of dividends as arising from the results for the annual period 1.1.2011-31.12.2011.
  - III. Discharging the members of the Board of Directors and the Company's Chartered Accountants from any liability for the fiscal year 2011 (01.01.2011 - 31.12.2011)

### ✓ Objectives and Prospects

Regarding the year 2013, the Company management will continue to take steps within the same context as that in the previous year, aiming at maintaining the quality and validity of the newspaper, the inserts and booth offers, hoping to limit the negative financial results within a particularly difficult economic environment. Constant control of expenses, absorption of the biggest part of income from advertising and their collection, maintaining the income from circulation at the same level as that of 2012 constitute the Management's

## KATHIMERINES EKDOSEIS S.A.

first priorities. Another aspect is the use of the printing unit located in Koropi to a greater extent and in combination with the choice of solvent clients.

### **UNIT C**

#### **Main Risks and Uncertainties**

The company is exposed to various financial risks such as market risk (variation in interest rates, market prices etc.), credit risk and liquidity risk. The company's risk management policy aims at limiting the negative impact on the company's financial results, arising from the inability to predict financial markets and the variation in cost and revenue variables.

#### **Suppliers - Inventories**

The company maintains relatively high level of raw material inventory in order to deal with potential extraordinary orders for sales or potential delays under delivery (ex. strikes at seaports).

This fact creates increased storage expenses and binding of a significant part of working capital.

Furthermore, the company has no significant dependence on certain suppliers given that no supplier provides the goods representing a high percentage compared to total purchases.

#### **Customers – Customer credit**

The Company has no significant credit risk concentration. Due to the high dispersion presented by the client base of the company, it does not arise any risk of dependence on particular client groups, since no single customer accounts for a substantial proportion of the turnover. Wholesale sales are made mainly to clients with rated credit history. Retail sales are made in cash and pertain to approximately 54% of the total turnover.

The company management considers that all the above financial assets that have not been impaired at previous financial statements preparation dates are of high credibility, including the receivables.

#### **Borrowing – Loan interest rates**

The Company is exposed to the risk of fluctuations in interest on loans issued at a floating interest rate. Within the current year, the bank loans remained stable and stood at 34,95

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million Euros. A part of the borrowing is mainly due to financing the investments under the Development Law 3299/2004 totally amounting to 20 million Euros.

## **Market Sector Risk**

The Company operates in an intensely competitive market. In times of economic crisis, sales and Company results are directly affected since demand drops off, particularly in relation to newspaper sales as well as income from advertising. More specifically, in 2012, average daily circulation figures for the main newspapers were clearly lower compared to the same period last year.

## **UNIT D**

### **Projected Course of Development**

The Group management, seriously taking into consideration the effects of the market crisis, which according to all indications, is going to continue in 2013, and the priorities regarding creation of positive cash flows, drastic reduction of exposure to borrowing, limiting the credit risk from sales on credit as well as decrease in operating costs, will continue to take steps to face the risks and to improve the results for the company.

These measures are summarized as follows:

- Further streamlining of the companies' operations cost, attempting to decrease the total costs by at least 15%, while retaining the quality of the newspaper and other editions.
- Facilitating attempts aimed at attracting advertising revenue and revenue from printing of third parties, as well as promptly collecting the amounts due and minimizing losses from those activities
- Printing of books and distributing them in kiosks aiming to increase revenues and improve the company's financial results.
- Better use of the printing unit.

Neo Faliro, March 26<sup>th</sup> 2013

THE BOARD OF DIRECTORS

# KATHIMERINES EKDOSEIS S.A.

## Statement of Financial Position

<b>ASSETS</b>	<b>Note</b>	<b>31/12/2012</b>	<b>31/12/2011</b>
<b>Non-Current Assets</b>			
Tangible Assets	5.1	39.608.419,81	42.090.078,60
Intangible Assets	5.2	2.632.327,00	3.281.745,47
Other Investments	5.4	46.667,00	30.000,00
Other Long-term Receivables	5.5	92.839,57	113.162,53
		<b>42.380.253,38</b>	<b>45.514.986,60</b>
<b>Current Assets</b>			
Inventory	5.6	2.836.354,37	5.238.851,54
Trade Debtors and Other Receivables	5.7	22.830.167,37	29.493.941,54
Other Receivables	5.8	5.709.058,85	5.800.521,63
Other Current Assets	5.9	476.523,53	867.651,56
Cash and Cash Equivalents	5.10	469.784,55	3.804.539,78
		<b>32.321.888,67</b>	<b>45.205.506,05</b>
<b>Total Assets</b>		<b>74.702.142,05</b>	<b>90.720.492,65</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Equity</b>			
Share Capital	5.11	9.553.425,00	9.553.425,00
Other Reserves	5.11	4.910.000,00	4.910.000,00
Reserves from transfer of absorbed segment from HUGA to IFRS	5.11	8.235.505,47	8.235.505,47
Retained earnings		-18.721.704,60	-6.561.808,34
<b>Equity attributable to Parent Company Shareholders</b>		<b>3.977.225,87</b>	<b>16.137.122,13</b>
<b>Minority Interest</b>		<b>0,00</b>	<b>0,00</b>
<b>Total Equity</b>		<b>3.977.225,87</b>	<b>16.137.122,13</b>
<b>Long-term Liabilities</b>			
Long-term Loan Liabilities	5.16	1.435.725,00	0,00
Deferred tax liabilities	5.3	2.331.205,32	2.183.243,22
Employee Service Termination Benefits	5.12	3.214.535,98	4.705.518,46
Other long-term liabilities	5.13	7.326.003,29	8.052.911,98
<b>Total Long-term Liabilities</b>		<b>14.307.469,59</b>	<b>14.941.673,66</b>
<b>Short-term Liabilities</b>			
Trade debtors and other Liabilities	5.14	14.952.718,17	21.041.979,76
Current Tax Liabilities	5.15	576.814,32	475.298,79
Short-term Loan Liabilities	5.16	33.507.360,44	34.025.166,31
Other short-term liabilities	5.17	7.380.553,66	4.099.252,00
<b>Total Short-term Liabilities</b>		<b>56.417.446,59</b>	<b>59.641.696,86</b>
<b>Total Liabilities</b>		<b>70.724.916,18</b>	<b>74.583.370,52</b>
<b>Total Equity and Liabilities</b>		<b>74.702.142,05</b>	<b>90.720.492,65</b>

# KATHIMERINES EKDOSEIS S.A.

## Statement of Comprehensive Income

	Note	1/1-31/12/2012	1/1-31/12/2011
Sales		43.745.261,72	30.888.881,78
Cost of Sales	5.18	-37.177.739,98	-23.961.483,61
<b>Gross Profit</b>		<b>6.567.521,74</b>	<b>6.927.398,17</b>
Other Operating Income	5.19	1.560.836,31	1.011.035,07
Sales and Marketing Expenses	5.20	-12.520.183,30	-10.141.546,57
Administration Expenses	5.20	-4.124.425,09	-1.909.534,23
Other Operating Expenses	5.19	-589.332,95	-28.554,66
<b>EBIT</b>		<b>-9.105.583,29</b>	<b>-4.141.202,22</b>
Financial Income	5.21	55.889,27	60.861,53
Financial Expenses	5.21	-2.653.277,07	-1.277.619,08
Other investing results	5.22	-308.963,07	-4.553,49
<b>Profit/ (loss) Before Tax</b>		<b>-12.011.934,16</b>	<b>-5.362.513,26</b>
<b>Income Tax</b>	5.23	<b>-147.962,10</b>	<b>-205.643,08</b>
<b>Profit/ (loss) after tax (A)</b>		<b>-12.159.896,26</b>	<b>-5.568.156,34</b>
<b>Profit/loss recognized directly in equity</b>			
<b>Other comprehensive income after tax (B)</b>		<b>0,00</b>	<b>0,00</b>
<b>Total comprehensive income after tax (A)+(B)</b>		<b>-12.159.896,26</b>	<b>-5.568.156,34</b>
<b>EBITDA</b>		<b>-6.101.141,16</b>	<b>-2.800.750,34</b>

The items in the Statement of Comprehensive Income of the Company are not comparable to those of the previous year 2011, since the Company proceeded to absorption of the publications segment of the parent company «KATHIMERINI S.A.», transition Balance Sheet dates as at June 30<sup>th</sup>, 2011.

# KATHIMERINES EKDOSEIS S.A.

## Statement of Cash Flows

### Indirect method

#### Cash Flows from Operating Activities

	31/12/2012	31/12/2011
Profit/(loss) before tax (continuing operations)	(12.011.934,16)	(5.362.513,26)
Profit/(loss) before tax (discontinued operations)	0,00	0,00
Plus/less adjustment for:		
Depreciation for the year 1.1.2012 - 31.12.2012	3.735.158,95	1.723.185,13
Provisions	836.444,66	23.274,72
Earnings (income, expenses, profit and loss) from investing activities	308.963,07	(49.115,55)
-Depreciation of assets Grants	(730.716,82)	(382.733,25)
-Credit interest	(55.889,27)	0,00
Debit interest and similar expenses paid	2.653.277,07	1.277.619,08

#### Plus/less adjustments for working capital changes or related to operating activities

Decrease /(increase) in inventory	1.426.381,03	(807.709,24)
Decrease/(increase) in receivables	5.815.376,94	(3.337.651,44)
(Decrease)/Increase in liabilities (Except banks)	(2.859.864,80)	7.909.995,72
(Decrease)/Increase in tax obligations	123.490,08	0,00
Less:		
Interest Payable and Related charges paid	(2.597.564,07)	(1.266.169,08)
Income tax paid	(21.974,55)	(36.970,65)

#### Total inflows/(outflows) from operating activities (a)

**(3.378.851,87) (308.787,82)**

#### Cash Flows from Investing Activities

Acquisition of subsidiaries, related companies, joint ventures and other investments (except subsidiary cash available)	(16.667,00)	0,00
Acquisition of tangible and intangible fixed assets	(936.600,03)	(496.046,84)
Proceeds from disposal of tangible and intangible assets / participating interest	23.555,27	6.682,92
Interest received	55.889,27	42.411,53

#### Total inflows/(outflows) from investing activities (b)

**(873.822,49) (446.952,39)**

#### Cash Flows from Financing Activities

Increase/decrease in Long-term Loan Liabilities	1.435.725,00	0,00
Proceeds from issued/undertaken loans	0,00	2.571.112,63
Repayment of loans	(517.805,87)	0,00

#### Total inflows/(outflows) from financing activities (c)

**917.919,13 2.571.112,63**

#### Net increase / (decrease) in cash and cash equivalents for the period (a) + (b) + (c)

**(3.334.755,23) 1.815.372,42**

#### Cash and cash equivalents at start-of-period

**3.804.539,78 42.906,41**

Cash equivalents of absorbed segment	0,00	1.946.260,95
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#### Cash and cash equivalents at end-of-period

**469.784,55 3.804.539,78**

# KATHIMERINES EKDOSEIS S.A.

## Statement of Changes in Equity

	Share capital	Share Premium	Legal Reserves	Other Reserves	Total Reserves	Retained earnings	Total
<b>Balance as at 31/12/2010</b>	<b>587.000,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>-914.747,46</b>	<b>-327.747,46</b>
Transfer to legal reserves					0,00		0,00
Formation of special purposes reserves					0,00		0,00
Segment absorption	<b>8.966.425,00</b>			4.910.000,00	4.910.000,00		13.876.425,00
Absorbed segment transfer reserves from HUGA to IFRS				8.235.505,47	8.235.505,47		8.235.505,47
Share Capital increase expenses					0,00	-98.630,68	-98.630,68
Deferred tax expenses on share capital increase					0,00	19.726,14	19.726,14
<b>Transactions with parent's owners</b>	<b>8.966.425,00</b>	<b>0,00</b>	<b>0,00</b>	<b>13.145.505,47</b>	<b>13.145.505,47</b>	<b>-78.904,54</b>	<b>22.033.025,93</b>
Income statement						-5.568.156,34	-5.568.156,34
<b>Other comprehensive income</b>						0,00	0,00
<b>Balance as at 31/12/2011</b>	<b>9.553.425,00</b>	<b>0,00</b>	<b>0,00</b>	<b>13.145.505,47</b>	<b>13.145.505,47</b>	<b>-6.561.808,34</b>	<b>16.137.122,13</b>
Transfer to legal reserves					0,00	0,00	0,00
Formation of special purposes reserves					0,00	0,00	0,00
Distribution of dividends					0,00	0,00	0,00
<b>Transactions with parent's owners</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>
Income statement						-12.159.896,26	-12.159.896,26
<b>Other comprehensive income</b>						0,00	0,00
<b>Balance as at 31/12/2012</b>	<b>9.553.425,00</b>	<b>0,00</b>	<b>0,00</b>	<b>13.145.505,47</b>	<b>13.145.505,47</b>	<b>-18.721.704,60</b>	<b>3.977.225,87</b>

# KATHIMERINES EKDOSEIS S.A.

## General Information

### 1.1 The Company

The company was established under the Act No. 344/29-01-1996 (Articles of Incorporation) of Notary of Athens Konstantinos Gkimosoulis as well as under the Corrective Act No. 352/01-03-1996 of the same Notary, approved and followed by establishment authorization under No. 2449/18-03-1996 issued by the Prefect of Athens and recorded in the Societe Anonyme Registry of Prefecture of Athens under Reg. Num. 35388/02/B/96/68. The company establishment protocol was published in Num. 1154/19-03-1996 Government Gazette (SAs and Ltd Companies Volume). The company was initially established under the title «DESI SOCIETE ANONYME – PUBLICATIONS – RADIO – PROGRAMS PRODUCTION», the distinctive title "DESI S.A.». Following as at May 30, 2005 decision of the General Meeting, the company changed its title into «ENTYPES & DIKTYAKES PUBLICATIONS SOCIETE ANONYME», the distinctive title « ENTYPES & DIKTYAKES S.A.». Following as at June 30, 2011 Regular General meeting of the company shareholders, the company title was changed into «KATHIMERINES EKDOSEIS S.A.» and recorded under Num. 6948/25.08.2011 decision of Athens Regional Administration. Under the company's Articles of Incorporation, the company term of duration has been defined as that of thirty (30 years). Its registered office is in Municipality of Piraeus (at no 2, Ethnarchou Markariou & Dimitriou Falireos, Neo Faliro, tel. 2104808000).

In 2010, the company established together with the company "Sui Generis Advart Musical Productions Company for Promotion of Culture and Communication Ltd" the company "SUI GENERIS PUBLICATION – SOCIETE ANONYME PRODUCTION AND EXPLOITATION OF ALL KINDS OF AUDIOVISUAL PROGRAMS", distinctive title "SUI GENERIS PUBLICATION S.A." under Num. 25106/30-06-2010 Act (Articles of Incorporation) of Notary of Athens Marianthi Asimakopoulou – Zervou, approved and followed by establishment authorization under No. 8507/12-07-2010 issued by the Prefect of Athens and recorded in the Societe Anonyme Registry of Prefecture of Athens under Reg. Num. 69850/01NT/B/10/122. The above company initial share capital, amounting to sixty thousand (60.000) Euro, was covered at a percentage of 50% by each establishing companies. Currently, the share capital still amounts to sixty thousand (60.000) Euro, divided into one hundred thousand (100.000) nominal

## KATHIMERINES EKDOSEIS S.A.

shares, of nominal value sixty cents (0,60) each and each one of two establishing companies still holds 50% of the company's shares.

The company does not prepare consolidated financial statements regarding its participating interest in the share capital of SUI GENERIS PUBLICATIONS S.A., based on provisions of IAS 27, par. 10. The associate SUI GENERIS PUBLICATIONS S.A. is consolidated by the parent company of the Group «KATHIMERINI S.A.» under Equity method (indirect interest).

On 29.6.2012, KATHIMERINES EKDOSEIS S.A. participated in the share capital increase of the company «HOUSE OF WINE SA". KATHIMERINES EKDOSEIS S.A. acquired 16,667 nominal (with voting right) shares of one Euro per share and total value of 16,667.00 Euro. The participating interest in the above company stands at 20% of the capital as defined at 83334.00 Euro, divided into 83,334 ordinary nominal shares of nominal value of 1.00 Euro each.

Within the year 2011, the company «KATHIMERINES EKDOSEIS S.A.» published a number of various content magazines, such as:

- GLYKES ISTORIES
- ERASITEHNI KIPOUROS
- MATHIMATA ZAHAROPLATIKIS
- GYNAIKA- BEAUTY
- GYNAIKA- PAIDI

The Company's objective, following as at June 30th 2011 decision of the Regular General Meeting of the company has been amended as follows:

1. To publish and print daily newspapers (morning and evening), weekly newspapers, magazines, specialized newspapers, as well as any other publication of general or special interest of any type and all forms embedded in paper and electronic journals, newspapers, books and general publications incorporated into a digital disk or other equivalent medium, which can be handled and provided directly through internet.
2. To publish and market, import and export books and works of Greek and foreign authors, as well as to translate publications of any kind.

## **KATHIMERINES EKDOSEIS S.A.**

3. To represent, distribute and circulate the publications described in paragraphs 1 and 2, whether these are its own publications or those of others.
4. To create and operate printing houses, printing presses, lithography printing, bookbinding shops, as well as the execution of the above works together with all other operations related to graphic arts.
5. To design, create, operate, maintain, renew and manage websites and web pages.
6. To provide news and information services through internet.
7. To establish and operate radio station.
8. To organize concerts, exhibitions, lectures, workshops, conferences, seminars and all sorts of cultural, scientific, educational, musical - artistic, corporate, educational, charitable, professional and social events.
9. To design, produce and operate audiovisual programs, video, music records, tapes, cd, dvd, vcd, and in general electronic or digital recording, recording, saving and handling audio and video, and all kinds of multimedia hardware and content (MULTIMEDIA ).
10. To produce and operate radio programs and films, advertising programs, television programs and VIDEO films.
11. To purchase, operate, rent, lease, transfer use to third parties and provide Licensing rights to audiovisual works of intellectual and industrial property.
12. To promote goods and services remotely, such as, indicatively, audiovisual items, books, movies, videos, cd, dvd, vcd, and IPR items and programs.
13. To install, manage and operate Internet and telecommunications infrastructure for the provision and distribution of services and products, which are included in the company's objectives.
14. To install and maintain machinery, devices and systems related to the company's products and services.
15. To provide similar services to legal entities and natural persons in the field of publishing, mass media, technology and business administration, as well as consultancy services in the above domains.
16. To market and distribute in general all the above products, either directly or through distribution networks, resellers or associates, or through telemarketing.

## KATHIMERINES EKDOSEIS S.A.

17. The Company's participation in other companies having a similar or different objective.

18. To provide guarantees or other security by the Company to third parties with whom the Company has financial transactions and as long as the guarantee or security serves the corporate interest, subject to provisions of article 23a of CL 2190/1920.

19. Representation in Greece of the entities exercising the same or similar activities.

The company share capital composition as at 31 December 2012 was as follows:

SHAREHOLDER	PARTICIPATING INTEREST
« KATHIMERINI S.A. »	100%

The financial statements of the Company are included in the consolidated financial statements, prepared by the parent company « KATHIMERINI S.A. », domiciled in Greece.

### 1.2 Absorption of Publications Segment

As from 01.06.2011, following the Board of Directors decision of the company «KATHIMERINES EKDOSEIS S.A.», the company decided on starting the procedure of absorbing the publications segment from the parent company of «KATHIMERINI S.A.» Group. Following as at 21/12/2011 decision of the Extraordinary General Meeting, there was approved the absorption of the publications segment from the parent company «KATHIMERINI S.A. PUBLICATIONS – MASS MEDIA».

The secession of Publications Segment of the parent company «KATHIMERINI S.A. PUBLICATIONS – MASS MEDIA» and its contribution to 100% subsidiary company «KATHIMERINES EKDOSEIS S.A.» was finalized on 31.12.2011 with recording in the Societe Anonyme Registry under num. 11162/31.12.2011 of approving decision of Deputy Prefect of Piraeus (Government Gazette 64/5.1.2012).

Balance Sheet Transition date was defined as that of 30.6.2011. From that date and onwards, till 31.12.2011, when the absorption of the segment was approved by the competent authorities, all the acts pertaining to the absorbed segment were conducted by the parent company «KATHIMERINI S.A.» on behalf of the segment absorbing company «KATHIMERINES EKDOSEIS S.A.».

## KATHIMERINES EKDOSEIS S.A.

The publications segment of «KATHIMERINI S.A.», absorbed by the company as at 30.6.2011, included the publication of the newspaper «KATHIMERINI» and inserts and publications in circulation together with the newspaper.

The newspaper came out for the first time on 15 September 1919 and is one of the newspapers with the longest life span in Greece.

The inserts in circulation together with the newspaper are as follows:

- ECO
- CLASSIFIED ADS
- EREVNITES
- OINOCHOOS
- K LIFE
- K (KAPPA)
- GK
- GASTRONOMOS
- GYNAIKA
- TRAVEL-TOURISM
- TV GUIDE
- VINERY GUIDE (annual publication)
- ECONOMIST
- MAISON AND DECORATION
- PHOTOGRAPHER

### 1.3 The Company Management

The company «KATHIMERINES EKDOSEIS S.A.» is managed by a 3-member Board of Directors elected for a 5-year term, which will end on 19 -6-2014. Its members are:

**Themistocles Aristidis Alafouzos**, Chairman and Managing Director, a resident of Neo Faliro, Ethnarchou Makariou & Dim. Falireos 2.

**Vasileios Gorgios Diamantopoulos**, Vice-Chairman, a resident of N. Smyrni, Varnis 4.

**Christos Nikolaos Agrafiotis**, Member, a resident of Ano Voula, Themistokleous 36.

# KATHIMERINES EKDOSEIS S.A.

## 2. Accounting Principles Followed

### 2.1 Basis for preparation of the Financial Statements

The financial statement of the company «KATHIMERINES EKDOSEIS S.A.» as of 31/12/2012, which cover the 2012 fiscal year, have been prepared in accordance with the International Financial Reporting Standards (IFRS) which have been issued by the International Accounting Standards Board (IASB) and the interpretations which have been issued by the International Financial Reporting Interpretations Committee (IFRIC) which have been adopted by the European Union. The corporate financial statements have been prepared based on the historical cost principle as modified by adjusting certain assets and liabilities to current values, and are in accordance with the IFRS adopted by the IASB and the interpretations issued by IFRIC / IASB.

Preparation of financial statements in line with the IFRS requires the use of accounting assessments. Moreover, it requires Management judgement when applying the Company's accounting policies. Cases requiring a greater degree of judgement or complexity or cases where assumptions and assessments are important for the financial statements are outlined in Note 2.3.

When preparing the financial statements the Company Management made all the adjustments necessary to accounting, valuation and consolidation methods so that they are in accordance with the IFRS and the main accounting policies in the annual financial statements of 31/12/2012.

### 2.2 Changes to accounting policies

The Company has adopted all the new standards and interpretations whose application is mandatory for the financial years starting as from January 1st, 2012. Paragraph 2.2.1. presents the changes in the accounting principles effective as from January 1st, 2012. Paragraph 2.2.2. presents the standards, amendments to the standards and the interpretations to already existing standards that are either not effective yet, or have not been adopted by the European Union.

#### 2.2.1 New Standards, Interpretations, Revisions and Amendments to existing Standards that are effective and have been adopted by the European Union

## KATHIMERINES EKDOSEIS S.A.

The following amendments and interpretations of the IFRS have been issued by IASB and their application is mandatory from or after 01/01/2012. The most significant Standards and Interpretations are as follows:

- **Amendments to IFRS 7 “Financial Instruments: Disclosures - Transfer of Financial Assets” (effective for annual periods beginning on or after 01/07/2011)**

The amendment will allow users of Financial Statements to improve their understanding of transfer transactions of financial assets (for example, securitizations), including understanding the possible effects of any risks that may remain with the entity that transferred the assets. The amendment also requires additional disclosures if a disproportionate amount of transfer transactions are undertaken around the end of a reporting period. The amendment is not expected to affect significantly the Company’s Group’s financial statements. This amendment was approved by the European Union in November 2011.

- **Amendment to IAS 12 “Deferred tax – Recovery of Underlying Assets” (effective for annual periods beginning on or after 01/01/2012)**

The current amendment to IAS 12 “Income Tax” was issued in December 2010. The amendment introduces a practical guidance on the recovery of the carrying amount of assets held at fair value or adjusted in accordance with the requirements of IAS 40 “Investment Property” recovered or acquired within the year. The amendment is effective for annual periods beginning on or after 01/01/2012. Earlier application is permitted. The Company will assess the impact of the amendment on its financial statements. The above amendment has been adopted by the European Union in December 2012.

- **Amendment to IFRS 1 “First-time Adoption of International Financial Reporting Standards” - Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters (effective for annual periods beginning on or after 01/07/2011)**

The relevant amendments to IFRS 1 “First-time Adoption of International Financial Reporting Standards” were issued in December 2010. The amendments replace references to fixed dates for first time adopters of IFRS by defining “IFRS transition date”. The amendment removes the use of fixed transition date (01 January 2004) and replaces it with the actual date of transition to IFRS. At the same time, it removes the

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requirements for derecognition of transactions that had taken place before the scheduled transition date. The amendment proposes guidance on how an entity should resume presenting financial statements in accordance with International Financial Reporting Standards (IFRSs) after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. The amendments are effective from 01/07/2011. Earlier application is permitted. The standard is not applicable to the Company, since it is not a first-time adopter. This amendment has been approved by the European Union in December 2012.

### **2.2.2 New Standards, Interpretations and amendments to existing Standards which have not taken effect yet or have not been adopted by the European Union**

The following new Standards, Revised Standards as well as the following Interpretations to the existing Standards have been publicized but have not taken effect yet or have not been adopted by the European Union. In particular:

- **Amendments to IAS 1 “Presentation of Financial Statements” – Presentation of Items of Other Comprehensive Income (effective for annual periods starting on or after 01/07/2012)**

In June 2011, the IASB issued the amendment to IAS 1 “Presentation of Financial Statements”. The amendments pertain to the way of other comprehensive income items presentation. The Company will assess the impact of the amendment on its financial statements. The aforementioned amendments are effective for annual periods starting on or after 01/07/2012. The above amendment has been adopted by the European Union in June 2012.

- **IFRS 9 “Financial Instruments” (effective for annual periods beginning on or after 01/01/2015)**

On 12/11/2009 IASB issued the new Standard, the revised IFRS 9 “Financial Instruments: Recognition and Measurement” which is the first step in IASB project to replace IAS 39. In October 2010, IASB expanded IFRS 9 to add new requirements for classifying and measuring financial liabilities, derecognition of financial instruments, impairment, and hedge accounting. IFRS 9 defines that all financial assets are initially measured at fair

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value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Subsequent measurement of financial assets is made either at amortized cost or at fair value, depending on how an entity manages its financial instruments (its business model) and the contractual cash flow characteristics of the financial assets. IFRS 9 generally prohibits reclassification between categories, however, when an entity changes its business model in a way that is significant to its operations, a re-assessment is required of whether the initial determination remains appropriate. The standard requires all investments in equity instruments to be measured at fair value. However, if an equity investment is not held for trading, an entity can make an irrevocable election at initial recognition to measure it at fair value through other comprehensive income with only dividend income recognized in profit or loss. Fair value profit and loss is not subsequently carried forward to income statement while dividend income shall still be recognized in the income statement. IFRS 9 abolishes “cost exception” for unquoted equities and derivatives in unquoted shares, while providing guidance on when cost represents fair value estimation. The Company Management is not going to adopt the requirements of IFRS 9 earlier following the relevant approval of the Standard by the European Union. The current Standard has not been adopted by the European Union yet.

- **IFRS 10 “Consolidated Financial Statements”, IFRS 11 “Joint Arrangements” and IFRS 12 “Disclosure of Interests in Other Entities”, IAS 27 “Separate Financial Statements” and IAS 28 “Investments in Associates and Joint Ventures” (effective for annual periods starting on or after 01/01/2013)**

In May 2011, IASB issued three new Standards, namely IFRS 10, IFRS 11 and IFRS 12. IFRS 10 “Consolidated Financial Statements” sets out a new consolidation method, defining control as the basis under consolidation of all types of entities. IFRS 10 supersedes IAS 27 “Consolidated and Separate Financial Statements” and SIC 12 “Consolidation — Special Purpose Entities”. IFRS 11 “Joint Arrangements” sets out the principles regarding financial reporting of joint arrangements participants. IFRS 11 supersedes IAS 31 “Interests in Joint Ventures” and SIC 13 “Jointly Controlled Entities – Non-Monetary Contributions by Venturers”. IFRS 12 “Disclosure of Interests in Other Entities” unites, improves and supersedes disclosure requirements for all forms of interests in subsidiaries, under

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common audit, associates and non-consolidated entities. As a result of these new standards, IASB has also issued the revised IAS 27 entitled IAS 27 “Separate Financial Statements” and revised IAS 28 entitled IAS 28 “Investments in Associates and Joint Ventures”. The new standards are effective for annual periods beginning on or after 01/01/2013, while earlier application is permitted. The Company will assess the impact of the new standards on its financial statements. The Standards have been adopted by the European Union in December 2012.

- **IFRS 13 “Fair Value Measurement” (effective for annual periods starting on or after 01/01/2013)**

In May 2011, IASB issued IFRS 13 “Fair Value Measurement”. IFRS 13 defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. The measurement and disclosure requirements of IFRS 13 apply when another IFRS requires or permits the item to be measured at fair value. IFRS 13 does not determine when an asset, a liability or an entity’s own equity instrument is measured at fair value. Neither does it change the requirements of other IFRSs regarding the items measured at fair value and makes no reference to the way the changes in fair value are presented in the Financial Statements. The new Standard is effective for annual periods starting on or after 01/01/2013, while earlier application is permitted. The Company will assess the impact of the new standard on its financial statements. The above Standard has been adopted by the European Union in December 2012.

- **Amendments to IAS 19 “Employee Benefits” (effective for annual periods starting on or after 01/01/2013)**

In June 2011, the IASB issued the amendment to IAS 19 “Employee Benefits”. The amendments aim to improve the issues related to defined benefit plans. The new amendments are effective for annual periods starting on or after 01/01/2013 while earlier application is permitted. The Company will assess the impact of the amendments on its financial statements. The above amendment has been adopted by the European Union in June 2012.

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- **IFRIC 20 “Stripping Costs in the Production Phase of a Surface Mine” (effective for annual periods starting on or after 01/01/2013)**

In October 2011, IASB issued IFRIC 20. The Interpretation clarifies the requirements for accounting for stripping costs associated with waste removal in surface mining, including when production stripping costs should be recognized as an asset, how the asset is initially recognized, and subsequent measurement. The interpretation is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. The interpretation is not applicable to the Company’s operations. This interpretation has been adopted by the European Union in December 2012.

- **Amendments to IAS 32 “Financial Instruments: Presentation” – Offsetting financial assets and financial liabilities (effective for annual periods starting on or after 01/01/2014)**

In December 2011, IASB issued amendments to IAS 32 “Financial Instruments: Presentation”, which provides clarification on some requirements for offsetting financial assets and liabilities in the statement of financial position. The amendment is effective for annual periods beginning on or after 01/01/2014 and earlier application is permitted. The Company will assess the impact of the amendment on its financial statements. This amendment has been adopted by the European Union in December 2012.

- **Amendments to IFRS 7 “Financial Instruments: Disclosures” - Offsetting Financial Assets and Financial Liabilities (effective for annual periods starting on or after 01/01/2013)**

In December 2011, IASB published new requirements for disclosures that enable users of Financial Statements to make better comparison between IFRS and US GAAP based financial statements. The amendment is effective for annual periods beginning on or after 01/01/2013. The Company will assess the impact of the amendment on its financial statements. This amendment has been adopted by the European Union in December 2012.

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- **Amendment to IFRS 1 “First-time Adoption of International Financial Reporting Standards” - Government loans (effective for annual periods starting on or after 01/01/2013)**

In March 2012, IASB issued amendment to IFRS 1, which gives IFRS first-time adopters the option, on a loan by loan basis, of applying the IFRS requirements retrospectively provided that the necessary information to apply the requirements to a particular government loan was obtained at the time of initially accounting for that loan. The Company will assess the impact of the amendment on its financial statements. This amendment has not been adopted by the European Union yet.

- **Annual Improvements 2009–2011 Cycle (issued in May 2012 – the amendments are effective for annual periods starting on or after 01/01/2013)**

In May 2012, IASB issued Annual Improvements 2009–2011 Cycle, a collection of amendments to 5 International Financial Reporting Standards (IFRSs), as its latest set of annual improvements. The amendments are not expected to affect significantly the Company’s financial statements. These amendments have not been adopted by the European Union yet.

- **Transition Guidance: Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities (Amendments to IFRS 10, IFRS 11 and IFRS 12) (effective for annual periods starting on or after 01/01/2013)**

In June 2012 IASB issued Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance (Amendments to IFRS 10, IFRS 11 and IFRS 12) to clarify the transition guidance in IFRS 10 Consolidated Financial Statements. The amendments also provide additional transition relief in IFRS 10, IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities, limiting the requirement to provide adjusted comparative information to only the preceding comparative period. Furthermore, for disclosures related to unconsolidated structured entities, the amendments will remove the requirement to present comparative information for periods before IFRS 12 is first applied. The Company will assess the impact

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of the amendment on its financial statements. This amendment has not been adopted by the European Union yet.

- **Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27) (effective for annual periods starting on or after 01/01/2014)**

In October 2012 IASB issued Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27). The amendments apply to a particular class of business that qualify as investment entities. The IASB uses the term 'investment entity' to refer to an entity whose business purpose is to invest funds solely for returns from capital appreciation, investment income or both. An investment entity must also evaluate the performance of its investments on a fair value basis. Such entities could include private equity organisations, venture capital organisations, pension funds, sovereign wealth funds and other investment funds. The Investment Entities amendments provide an exception to the consolidation requirements in IFRS 10 and require investment entities to measure particular subsidiaries at fair value through profit or loss, rather than consolidate them. The amendments also set out disclosure requirements for investment entities. The amendments are effective from 1 January 2014 with early adoption permitted. The Company will assess the impact of the amendment on its financial statements. This amendment has not been adopted by the European Union yet.

### **2.3 Important accounting judgments, estimates and assumptions**

The preparation of financial statements according to International Financial Reporting Standards (IFRS) requires from management the formulation of judgments, assumptions and estimates that affect published assets and liabilities at the reporting date of the financial statements. They also affect the disclosures of contingent assets and liabilities at the reporting date as well as the published revenues and expenses during the period. Actual results may differ from those estimated. Estimates and judgments are based on experience from the past as well as other factors including expectations for future events which are considered reasonable under specific circumstances while they are reassessed continuously with the use of all available information.

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## 2.3.1 Judgments

Management's judgments (apart from those concerning estimates presented below) that have the most significant effect on the financial statement are mainly related to:

### **Inventory**

The judgment and the knowledge of management concerning the obsolescence (or not) in the value of inventories is subject to subjective judgment (concerning the use of inventories) as well as objective criteria (natural suitability of the inventories).

### **Recoverability of accounts receivable**

The judgment of the management concerning the estimation of recoverability of accounts receivable constitutes a significant item for the assessment of the relevant balances as bad debts and the measurement of their probable impairment.

### **Determining whether a lease can be classified as an operating or finance lease**

The assessment of such agreements is not only subject to the assessment of the type of the lease but mainly to the assessment of the substance of transaction. Factors examined to assess the substance of the transaction are the length of the lease, the fair value of the asset, the present value of the asset compared to the present value of the minimum lease payments, the specialized nature of the assets and various other factors.

## 2.3.2 Estimates and assumptions

Specific amounts which are included or affect the financial statements and the relevant disclosures are assessed demanding from the Company to formulate assumptions regarding values or conditions which is not possible to be certain during the period of preparation of financial statements.

An accounting estimate is considered important when it is important for the image of the financial condition and results of the Company and it requires the most difficult, subjective or complex judgments by management and which is often the result of the need for the formulation of assumptions which are uncertain. The Company evaluates such estimates on a

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continuous basis based on the results of past experience, on experts' consultations, trends and tendencies and on other methods which are considered reasonable in the current circumstances, as well as the Company's provisions with regard to their possibility to change in the future.

### **Impairment test**

The Company tests annually whether goodwill has suffered any impairment, and seeks the reasons for it, for example an important change in the company status. When impairment is found, the unit is valued using the method of prepayment of cash flow. When the information is available the method of multiples is being used. The company is based on a series of factors, including actual results, future company plans, financial expansions, as well as market factors (statistically or not).

If the analysis shows that there is a need for impairment of the goodwill, the measurement of the impairment requires an estimation of fair values for each recognizable tangible or financial asset. In that case, cash flows are used, where it is deemed necessary.

In addition, other recognizable intangible assets are tested for impairment with definite useful lives and subject to depreciation by comparing accounting value with the total of unpaid cash flows expected to be created by the asset. Moreover, intangible assets with indefinite useful lives are tested under fair value method such as discounted cash flows.

### **Income tax**

The company is subject to the income tax as imposed by the tax authorities. The measurement of income taxes provisions is heavily based on estimates. There are a lot of transactions for which the accurate calculation of the tax is not possible in the normal course of business. The Company recognizes liabilities for anticipated tax matters, based on estimates for potential amounts due for additional taxes. When the expected final tax payable is different from the initial estimates in the financial statements the differences have an impact in the income tax and in the provisions for deferred taxation in the period when these amounts become final.

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## **Provisions**

Doubtful receivables are accounted in their estimated recoverable amount. Analysis for the calculation of the recoverable amounts is taking into consideration the Group's knowledge for the clients' specific credit risk. Once the Company is aware that an account has a higher than normal credit risk (i.e. client's low credit rating, dispute regarding the existence or the amount of the liability etc), the account is analyzed and a write off amount is estimated if it is indicated by the specific circumstances.

## **Contingent events**

The Company is involved in litigation and claims in the normal course of operations. Management estimates that any resulting settlements would not materially affect the financial position of the Company as at 31 December 2012. However, the determination of contingent liabilities relating to the litigation and claims is a complex process that involves judgments as to the outcomes and interpretation of laws and regulations. Possible future changes to the judgments or the interpretations may increase or decrease the Company's contingent liabilities in the future.

## **Useful Life of Depreciable Assets**

The Company's management evaluates the useful life of depreciable assets in every period. On 31 December 2012 the Company's management believes that the useful lives of the assets are in line with their expected usefulness.

## **3. Summary of Accounting Policies**

### **3.1 General**

The significant accounting policies used under the preparation of these financial statements are summarized below.

### **3.2 Foreign Currency Transactions**

#### **(a) Functional currency and presentation currency**

The information contained in the financial statements of the Group's companies is calculated on the basis of the currency of the primary economic environment in which each company

# KATHIMERINES EKDOSEIS S.A.

operates (“functional currency”). The financial statements are presented in Euro, the Company’s functional and presentation currency.

## **(b) Transactions and balances**

Foreign currency operations are converted into the functional currency using the exchange rate in force on the transaction date. Profits and losses from exchange differences, which may arise when such transactions are settled during the period and from the conversion of monetary items expressed in foreign currency using the exchange rates at calculation date, shall be reported in the results.

Foreign exchange differences resulting from non-monetary items carried at fair value are considered as part of fair value and are therefore recorded where fair value differences will be recorded.

## **3.3 Fixed Assets**

Fixed assets appear in financial statement at acquisition value. These values appear decreased by (a) accumulated depreciation and (b) any impairment of fixed assets.

Later expenses relating to fixed assets will be capitalized only when the future economic benefits associated with the asset, which are expected to flow to the company, will be increased.

All other fixed assets maintenance, repair, docking, etc. costs will be appear in the results as expenses at the time when they were incurred.

Depreciations are charged to profit and loss based on the standard depreciation method for the whole duration of their estimated useful life, per asset category, as follows:

Buildings	1 – 47 years
Machinery and mechanical equipment	1 – 20 years
Other installations and equipment	1 – 20 years
Vehicles	8 – 10 years

Land is not depreciated. The residual values and useful life of tangible fixed assets are subject to review on an annual basis at the financial statements preparation date.

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When the book value of tangible assets exceeds their recoverable value, the difference (impairment) is immediately recorded as expense in profit and loss. In case of sale of tangible assets, the differences between the price received and their book value will be entered as profit or loss in the income statement.

### 3.4 Intangible Assets

#### (a) Software

Software licenses are carried at cost less depreciation. Depreciation is calculated by the straight-line method over these items' useful life, which is set from one to five years.

Expenses required for software development and maintenance are recognized as expenses incurred.

#### (b) Internally generated intangible assets

Expenditure related to research activities is recognized as an expense during the period.

Expenditure made during development is recognized as intangible asset, as long as the following criteria are met:

- The technical life of the developed product can be proved for internal use or sale
- The intangible asset may create possible economic benefits arising from internal use or sale
- There are sufficient technical, economical and other funds to complete its development and
- The value of the intangible asset can be estimated reliably.

The cost directly attributed to development includes benefit cost to the employees for developing software along with an amount of directly attributed cost. The cost of internally created software development is recognized as intangible asset. Until the conclusion of the project, the assets are subject to an impairment test of their value. Depreciation starts with the conclusion of the assets during the period of estimated future sales from the said project

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using the stable method. All other development expenditure is recognized as an expense during the period.

### **(c) Trademarks**

Acquired trademarks and permits are initially recognized at historical cost. Permits have a definite useful life and are represented at cost minus any accumulated depreciation. The depreciation is calculated by using the method of fixed depreciation, aiming to distribute the cost of trademarks and permits during their estimated useful life.

### **3.5 Impairment of Assets**

Assets that have indefinite useful life are not depreciated and are assessed for impairment annually and when certain facts indicate that their book value may be recoverable. Depreciated assets are subject to impairment assessment when there are indications that their book value is not recoverable. Recoverable value is the highest amount between net disposal value and value resulting from use. Loss resulting from a decrease in asset value is recognized by the entity, when the book value of these assets (or the Cash Flow Generating Unit) is higher than their recoverable amount.

### **3.6 Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### **(a) Loans and receivables**

Loans and receivables are non derivative financial assets with steady and defined payments, which have no exchange market price in an active market. They are created when the Company provides money, products or services to a debtor without the intention of commercial exploitation. Loans and receivables are evaluated in depreciation cost based on the method of true interest rate less any provision for impairment. Any alteration is recognized in results when loans or receivables are written off or devaluated during their depreciation.

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Some receivables are tested for impairment individually (for example per client) in cases where the collection of the receivables is overdue during the financial statements date or in cases where objective elements show the need for impairment. Other receivables are classified and tested for impairment as a whole. The common characteristic of the groups is geographical distribution, activity sector and, if existing, common characteristics of credit risk.

In the year 2012 there was made a provision for doubtful receivables amounting to € 814.185,83.

Receivables and loans are included in current assets, except from those ending after 12 months from financial statement date. They are characterized as noncurrent assets. The balance sheet shows them as trade and other receivables and they constitute the largest part of the Company's financial assets.

### **3.7 Inventories**

Inventories are presented at the lower of acquisition or production cost and net realizable value. Realizable value is the estimated selling price decreased by the cost of stock disposal.

The cost of inventories is computed using the average weighted cost method.

The cost of inventories does not include financial expenses.

### **3.8 Cash Available and Cash Equivalents**

Cash available includes liquid assets and cash equivalents, such as current and deposit accounts, open accounts and high realization and low risk investments immediately convertible into cash. Open bank accounts appear in the balance sheet as current bank liabilities.

### **3.9 Share Capital**

The Company's share capital is included in equity and concerns its nominal shares.

Direct expenses for the issuing of shares are deducted from the proceeds of issue.

Direct expenses related to the issuing of shares for the acquisition of undertakings are included in the acquisition cost of the undertaking acquired.

When own shares are purchased, the amount paid, including expenses, is deducted from equity.

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## 3.10 Income Tax and Deferred Tax

The charge to the income period comprises current and deferred taxes, i.e. taxes or tax abatements related to economic benefits, which arise during the period but have already been or will be computed by tax authorities at different periods. Income tax is calculated on the period's taxable profits by the rate applicable each time (20% for the year 2012 and 20% for the year 2011). Taxable profits differ from the company's net profits as they appear in the financial statements, as they do not include revenue or expenses which are not taxed or recognized as tax assets or liabilities in other accounting periods and do not include also amounts that are never taxed or recognized as tax assets or liabilities. Deferred income tax is recognized using the liability method, which arises from temporary differences between the book value and the tax base of assets and liabilities. Deferred income tax is not computed if it arises from the initial recognition of an asset or liability, other than in a business combination which, at the time of the transaction does not affect the accounting or taxable profit.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantive enacted by the statement of financial position date. If the year of reversal of temporary differences cannot be clearly determined, the tax rate in force for the period following the statement of financial position date will be applied.

Deferred tax assets are recognized to the extent that future taxable profit will be available against which temporary differences can be utilized.

Deferred income tax is recognized for temporary differences arising from investments in subsidiaries and associates, apart from cases where the Company controls the reversal of temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

Most changes in deferred tax assets or liabilities are recognized as a component of tax costs in profit and loss. Only those changes in assets or liabilities that affect temporary differences are recognized directly in the Company's equity, such as the revaluation of movables, resulting in the corresponding deferred tax assets or liabilities being charged against net assets.

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## 3.11 Employee Benefits

**Short-term benefits:** Employee short-term benefits (with the exception of employment termination benefits) in money and in kind are recognized as an expense when they become accrued. Any unpaid amount will be recorded as a liability while in the event that the amount already paid exceeds the benefits amount, the undertaking will recognize the excess amount as an asset item (prepaid expense) only to the extent that prepayment will lead to a reduction of future payments or to a refund.

**Severance benefits:** Severance benefits include pensions or other benefits (life insurance and medical care) provided by the company at the end of employment in exchange for employees' services. They therefore include both specified contributions schemes and specified benefits schemes. The accrued cost of specified contributions schemes will be recorded as an expense for the period to which it relates.

### **Defined contributions plan**

Under the defined contribution plan, the undertaking's obligation (legal or presumptive) is limited to the amount it has agreed to contribute to the organization (e.g. fund) that manages contributions and provides benefits. Consequently, the amount of benefits that the employee will receive shall be determined by the amount paid by the undertaking (and/or the employee) and by the paid investment return on these contributions. The contribution payable by the undertaking to a specified contributions scheme is recognized either as a liability after the deduction of the contribution paid, or as an expense.

### **Defined benefits plan**

The liability entered in the balance sheet with respect to defined benefits plans represents the present value of the liability relating to the specified benefit less the fair value of the scheme's assets (if any) and the changes resulting from any actuarial profit or loss and the cost of past service. The commitment to provide the defined benefit is calculated annually by an independent actuary by the projected unit credit method. The interest rate of long-term Greek government bonds is used for discounting. Actuarial profits and losses are elements of the undertaking's obligation to provide the benefit and of the expense that will be recognized in profit and loss. Those arising from adjustments based on historical data and are higher or lower than the 10% margin of the accumulated liability, will be recorded in profit and loss within the expected average insurance time of scheme members. The cost of past service is

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recognized directly in profit and loss, with the exception of the case where the changes in the scheme depend on the employees remaining period of service. In that case, the cost of past service is recorded in the income statement using the fixed method within the maturity period.

**Termination of employment benefits:** Termination of employment benefits are paid when employees leave before their retirement date. The Group records these benefit when the commitment is made, either upon terminating the employment of existing employees, in accordance with a detailed schedule, which may not be withdrawn, or when providing these benefits as an incentive for voluntary departure. When such benefits become payable during periods of more than 12 months after the balance sheet date, these should be discounted based on the return of high quality company securities or government bonds. In the case of an offer aimed at encouraging voluntary departure, the valuation of termination of employment benefits should be based on the number of employees expected to accept the offer. In the event of termination of employment where it is not possible to determine the number of employees who will make use of these benefits, the benefits will not be entered in the accounts but simply disclosed as a contingent liability.

### 3.12 Grants

The Company recognizes state grants, which cumulatively meet the following criteria: a) There is presumed certainty that the undertaking has complied or will comply with the terms of the grant and b) it is fairly probable that the grant's amount will be collected. Grants are recorded at fair value and systematically recognized as income, based on the principle of correlating grants with the corresponding costs, which they subsidize.

Grants relating to assets (fixed assets) are recorded under liabilities as deferred income and transferred to income over the useful life of these assets.

### 3.13 Provisions

Provisions are made when the entity has a legal or documented liability commitment resulting from a previous event and it is probable that an economic benefit outflow will be required in order to settle the liability.

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Provisions are re-examined at the end of each financial year and adjusted so as to reflect the best possible estimates. Contingent liabilities are not recorded in the financial statements, but are notified unless the probability of an outflow of resources, which incorporate economic benefits, is very small. Contingent assets are not recorded in financial statements but notified if an inflow of economic benefits is probable.

### **3.14 Recognition of Revenue and Expenses**

Revenue includes the fair value of goods sold and services rendered, net of Value-Added Tax, discounts and refunds. Revenue is recognized as follows:

#### **(a) Sales of goods and rendering of services**

Sales of goods are recognized when the Company delivers goods to clients, when the clients accept the goods and payment is ensured. Revenue arising from the rendering of services is recorded in the period when the services are provided and payment ensured.

#### **(b) Income from interest**

Revenue from interest is recognized on a time proportion basis and using the effective interest rate. When receivables are impaired their book value is decreased to their recoverable amount, which is the present value of expected future cash flows discounted by the initial effective interest rate. Subsequently, interest is calculated at the same interest rate on the impaired (new book) value.

#### **(c) Expenses**

Expenses are recognized in profit and loss as accrued expenses. Payments for operating leases are charged to profit and loss as expenses over the period of use of the rented premises. Interest charges are recognized as accrued expenses.

#### **(d) Borrowing costs**

Borrowing cost is recognized in expenses for the period when incurred.

The Company has earlier adopted the revised IAS 23 and therefore, borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset form part of the cost of that asset. Borrowing costs are capitalized under the asset construction period and capitalization is suspended when qualifying asset is in its intended use or sale condition. When the asset is completed gradually, borrowing costs attributable to the

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integrated part of the asset cease to be transferred to the cost of the asset and are transferred to the income statement.

### **3.15 Leases**

#### **(a) Operating Leases**

Leases under which, all the risks and rewards incident to ownership are substantially retained by the Lessor are classified as operating leases. Payments made for operating leases (net of any incentives offered by Lessor) are recognized in profit and loss proportionately over the lease term.

### **3.16 Distribution of Dividends**

Distribution of dividends to the shareholders of the Company is recognized as a liability in the financial statements on the date when distribution is approved by the shareholder's General Meeting.

### **3.17 Provisions, Contingent Liabilities and Contingent Assets**

Provisions are made when the entity has a legal or documented liability commitment resulting from a previous event and it is probable that an economic benefit outflow will be required in order to settle the liability.

Provisions are re-examined at the end of each financial year and adjusted so as to reflect the best possible estimates. Contingent liabilities are not recorded in the financial statements, but are notified unless the probability of an outflow of resources, which incorporate economic benefits, is very small. Contingent assets are not recorded in financial statements but notified if an inflow of economic benefits is probable.

There are no major pending lawsuits or claims by third parties against the company.

## **4. Financial Risk Management**

### **Financial Risks**

The Company, both directly and indirectly, is exposed to financial risks such as market risk (variation in foreign exchange rates, market prices), credit risk, liquidity risk and fair value risk due to interest rates variation. The general risk management program of the company

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focuses on unpredictability of financial markets and attempts to minimize their contingent negative effect on the Company financial performance.

Under risk management, financial risks are defined and estimated in collaboration with the services that are faced with these risks.

## 4.1 Foreign exchange risk

The Company operates mainly in Eurozone member-states and therefore is not exposed to significant foreign exchange risk.

## 4.2 Cash flow risk due to rate variation

The policy followed by the Company is to minimize its exposure to cash flow rate risk regarding bank loans.

As at December 31<sup>st</sup> 2012, the Company is exposed to market variations regarding its bank loans, which is subject to variable interest rate.

The following table shows a variation of interest rate by +1% / -1% at the Company level, in terms of results and equity:

Amounts in Euro	31.12.2012		31.12.2011	
	1%	-1%	1%	-1%
Income Statement	-309.992,00	-309.992,00	-279.000,00	279.000,00
Equity	-309.992,00	-309.992,00	-279.000,00	279.000,00

## 4.3 Credit risk

Financial assets of the Company as at the Balance Sheet date are analyzed as follows:

Cash available 2012: € 476.523,53, 2011: 3.804.539,78, Trade and other receivables 2012: 22.830.167,37, 2011: € 29.493.941,54.

The Company has no significant accumulated credit risk. Gross sales are mainly affected to clients with evaluated credit history.

The company management considers that all the above financial assets that have not been impaired at previous financial statements preparation dates are of high credit quality.

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## 4.4 Liquidity risk

At the end of the fiscal year, the total current liabilities of the Company exceeded its total current assets by an amount of € 24,10 million.

The Management ensures that there are sufficient available credit facilities to enable it to cover its short-term business needs. The funds for long-term liquidity needs are additionally ensured by an adequate amount of borrowed funds.

The Management is in constant collaboration with the partner banks in order to increase the credit limits and the possibility of funding through new borrowed funds. The bank borrowings of the Company as a whole are settled timely and regularly.

In addition, the Company's Management continues to implement the strategy to reduce operating costs and has already proceeded with extensive cutting of production costs and distribution through a significant reduction in booth offers and publications and their accompanying advertising promotion, the level of third parties fees and payroll in order to adjust the levels of operating costs to the prevailing conditions of demand and sales.

In particular, within the year 2012, the Company proceeded with withholding some of the newspaper inserts, reduced the number of pages in magazines inserts and managed up to the standards production and distribution of the newspaper with significant results in reducing the cost of consumption of raw and auxiliary materials. It continued streamlining the payroll costs. As from April 2012, it proceeded with the reduction of nominal wages of the personnel by 10% and 15% depending on the amount of salary. It continued its exits programs, while making legitimate payments to beneficiaries. Finally, it offered voluntary redundancy to all the staff by paying additional compensation equaling six monthly salaries, in addition to legal compensation, calculated according to the monthly salary before reduction in April 2012 and in accordance with the provisions of Article 74 of Law 3863/2010. This way, the Company saved annually percentage reduction of the wage bill by about 30%. Finally, the Company reduced the cost of fees of associates and photographers in the newspaper inserts.

Maturity of financial liabilities as at 31 December 2012 for the Company is analyzed as follows:

## KATHIMERINES EKDOSEIS S.A.

<b>KATHIMERINES EKDOSEIS S.A.</b>				
<b>31/12/2012</b>				
	<b>Short term</b>		<b>Long term</b>	
	<b>under 6 months</b>	<b>from 6 to 12 months</b>	<b>from 1 to 5 years</b>	<b>over 5 years</b>
Long term loans	0,00	0,00	1.435.725,00	0,00
Short term loans	33.507.360,44	0,00	0,00	0,00
Trade Liabilities	14.368.910,53	581.088,97	2.718,67	0,00
Other short term liabilities	6.358.811,07	1.424.222,60	174.334,31	0,00
<b>Total</b>	<b>54.235.082,04</b>	<b>2.005.311,57</b>	<b>1.612.777,98</b>	<b>0,00</b>

Corresponding maturity of financial liabilities as at 31 December 2011 is analyzed as follows:

<b>KATHIMERINES EKDOSEIS S.A.</b>				
<b>31/12/2011</b>				
	<b>Short term</b>		<b>Long term</b>	
	<b>under 6 months</b>	<b>from 6 to 12 months</b>	<b>from 1 to 5 years</b>	<b>over 5 years</b>
Long term loans	0,00	0,00	0,00	0,00
Short term loans	33.225.166,31	800.000,00	0,00	0,00
Trade Liabilities	20.543.448,58	498.531,18	0,00	0,00
Other short term liabilities	4.199.183,25	375.367,54	0,00	0,00
<b>Total</b>	<b>57.967.798,14</b>	<b>1.673.898,72</b>	<b>0,00</b>	<b>0,00</b>

### 4.5 Capital Management

The Company's primary objectives when managing capital are as follows:

- Maintain high credit ratings (going-concern) and
- Maximize shareholders' value regarding other interested parties connected with the Company.

The Company Capital consists of share capital, reserve capital and retained earnings. The Company Capital may be adjusted through payment of dividend, return of capital and issuance and distribution of new shares.

The Company calculates adjusted capital employed on the basis of total equity plus subordinated debt less cash and cash equivalents as they appear on the balance sheet. For the periods 2012 and 2011 the capital is analyzed as follows:

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	<b>31/12/2012</b>	<b>31/12/2011</b>
Equity	3.977.225,87	16.137.122,13
Subordinated Loans	0,00	0,00
Cash & Cash Equivalents	-469.784,55	-3.804.539,78
<b>Capital</b>	<b>3.507.441,32</b>	<b>12.332.582,35</b>
Equity	3.977.225,87	16.137.122,13
Borrowed Funds	34.943.085,44	34.025.166,31
<b>Total Working Capital</b>	<b>38.920.311,31</b>	<b>50.162.288,44</b>
<b>Capital to Total Working Capital</b>	<b>9%</b>	<b>25%</b>

The company defines the amount of capital in relation to the total capital structure, for example own capital and financial obligations without taking into consideration low reinsurance loans. The company manages its capital structure and proceeds to adjustments when the financial status and risks of existing assets change. Aiming to maintain its capital structure, the company may adjust its dividends, return capital to its shareholders, issue share capital or sell some assets to decrease borrowing.

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## 5. Notes to the Financial Statements

### 5.1 Tangible Assets

The company tangible assets are included in the financial statements at cost less the accumulated depreciations, plus any future expenses, only when those expenses increase future financial benefits expected to flow under the use of the fixed asset and their cost can be measured reliably.

The following tables present the consolidated value per item, as well as changes in assets per period for the Company:

COMPREHENSIVE FIXED ASSETS TABLE					
	Land & Buildings	Vehicle & Equipment	Furniture & Fixtures	Assets under Construction	Total
Gross book value	5.280,00	148.881,51	113.177,04	5.264,18	272.602,73
Assets revaluation	0,00	0,00	0,00	0,00	0,00
Accumulated depreciation & value impairment	-316,43	-60.591,08	-73.359,52	-5.264,18	-139.531,21
<b>Book value as at January 1, 2011</b>	<b>4.963,57</b>	<b>88.290,43</b>	<b>39.817,52</b>	<b>0,00</b>	<b>133.071,52</b>
Gross book value	16.224.234,39	45.930.316,31	4.435.904,60	0,00	66.590.455,30
Assets revaluation	0,00	0,00	0,00	0,00	0,00
Accumulated depreciation & value impairment	-2.917.531,84	-17.704.574,72	-3.878.270,14	0,00	-24.500.376,70
<b>Book value as at 31 December 2011</b>	<b>13.306.702,55</b>	<b>28.225.741,59</b>	<b>557.634,46</b>	<b>0,00</b>	<b>42.090.078,60</b>
Gross book value	16.284.251,39	46.415.517,41	4.391.620,87	0,00	67.091.389,67
Assets revaluation	0,00	0,00	0,00	0,00	0,00
Accumulated depreciation & value impairment	-3.269.640,27	-20.224.372,28	-3.988.957,31	0,00	-27.482.969,86
<b>Book value as at 31 December 2012</b>	<b>13.014.611,12</b>	<b>26.191.145,13</b>	<b>402.663,56</b>	<b>0,00</b>	<b>39.608.419,81</b>

TABLE OF CHANGES IN FIXED ASSETS					
	Land & Buildings	Vehicle & Equipment	Furniture & Fixtures	Assets under Construction	Total
<b>Book value as at January 1, 2011</b>	<b>4.963,57</b>	<b>88.290,43</b>	<b>39.817,52</b>	<b>0,00</b>	<b>133.071,52</b>
Additions	0,00	53.108,06	64.739,57	69.690,94	187.538,57
Segment absorption	16.154.543,45	45.755.852,30	4.257.987,99	0,00	66.168.383,74
Absorbed segment depreciations	-2.743.258,42	-16.621.531,78	-3.639.762,40	0,00	-23.004.552,60
Sales - Decreases	-5.280,00	-27.525,56	0,00	0,00	-32.805,56
Depreciations	-174.425,07	-1.043.552,93	-165.148,22	0,00	-1.383.126,22
Depreciation decreases	468,08	21.101,07		0,00	21.569,15
Transfers	69.690,94	0,00		-69.690,94	0,00
<b>Book value as at 31 December 2011</b>	<b>13.306.702,55</b>	<b>28.225.741,59</b>	<b>557.634,46</b>	<b>0,00</b>	<b>42.090.078,60</b>
Additions	60.017,00	513.245,02	30.187,69	0,00	603.449,71
Sales - Decreases	0,00	-28.043,92	-74.471,42	0,00	-102.515,34
Depreciations	-352.108,43	-2.543.195,19	-179.478,67	0,00	-3.074.782,29
Depreciation decreases	0,00	23.397,63	68.791,50	0,00	92.189,13
Transfers	0,00	0,00	0,00	0,00	0,00
<b>Book value as at 31 December 2012</b>	<b>13.014.611,12</b>	<b>26.191.145,13</b>	<b>402.663,56</b>	<b>0,00</b>	<b>39.608.419,81</b>

The tangible assets of the Group are burdened with liens that are analytically presented in Note 5.26 to the Annual Financial Statements.

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## 5.2 Intangible Assets

Intangible assets include software licenses, software, internally generated software, as well as trademark rights. Accounting values are analyzed as follows:

<b>COMPREHENSIVE ASSETS TABLE</b>			
	<b>Software</b>	<b>Rights</b>	<b>Total</b>
Gross book value	233.487,98	0,00	233.487,98
Accumulative depreciation and value impairment	-28.832,82	0,00	-28.832,82
<b>Book value as at January 1, 2011</b>	<b>204.655,16</b>	<b>0,00</b>	<b>204.655,16</b>
Gross book value	5.624.616,70	2.862.118,44	8.486.735,14
Accumulative depreciation and value impairment	-4.201.075,09	-1.003.914,58	-5.204.989,67
<b>Book value as at December 31, 2011</b>	<b>1.423.541,61</b>	<b>1.858.203,86</b>	<b>3.281.745,47</b>
Gross book value	5.957.767,02	2.507.412,33	8.465.179,35
Accumulative depreciation and value impairment	-4.781.098,23	-1.051.754,12	-5.832.852,35
<b>Book value as at December 31, 2012</b>	<b>1.176.668,79</b>	<b>1.455.658,21</b>	<b>2.632.327,00</b>

<b>TABLE OF CHANGES IN ASSETS</b>			
	<b>Software</b>	<b>Rights</b>	<b>Total</b>
<b>Book value as at January 1, 2011</b>	<b>204.655,16</b>	<b>0,00</b>	<b>204.655,16</b>
Additions	308.508,27	0,00	308.508,27
Segment absorption	5.082.620,45	2.862.118,44	7.944.738,89
Absorbed Segment Amortization	-3.872.506,69	-963.591,25	-4.836.097,94
Sales - Decreases	0,00	0,00	0,00
Amortization	-299.735,58	-40.323,33	-340.058,91
Amortization decreases	0,00	0,00	0,00
Transfers	0,00	0,00	0,00
<b>Book value as at December 31, 2011</b>	<b>1.423.541,61</b>	<b>1.858.203,86</b>	<b>3.281.745,47</b>
Additions	333.150,32	0,00	333.150,32
Sales - Decreases	0,00	-354.706,11	-354.706,11
Amortization	-580.023,14	-80.353,52	-660.376,66
Transfers	0,00	0,00	0,00
Amortization decreases	0,00	32.513,98	32.513,98
<b>Book value as at December 31, 2012</b>	<b>1.176.668,79</b>	<b>1.455.658,21</b>	<b>2.632.327,00</b>

There are no intangible assets of the Group with any commitments.

## 5.3 Deferred Tax

Deferred tax assets and liabilities are offset when there is an applicable legal right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same taxation authority. The offset amounts are as follows:

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	31/12/2012		31/12/2011	
	Asset	Liability	Asset	Liability
<b>Non-current Assets</b>				
Intangible Assets	0,00	200.243,15	0,00	212.196,39
Tangible Fixed Assets	0,00	2.982.703,48	0,00	2.837.486,27
<b>Current Assets</b>				
Inventory	0,00	8.463,74	0,00	61.758,87
Receivables	217.297,87	0,00	77.165,05	0,00
<b>Reserves</b>				
Adjustment of reserves	0,00	0,00	0,00	90.070,42
<b>Long-term liabilities</b>				
Employee benefits	642.907,18	0,00	941.103,68	0,00
<b>Short-term liabilities</b>				
Other short-term liabilities	0,00	0,00	0,00	0,00
Provisions	0,00	0,00	0,00	0,00
Offset balance	-860.205,05	-860.205,05	-1.018.268,73	-1.018.268,73
<b>Total</b>	<b>0,00</b>	<b>2.331.205,32</b>	<b>0,00</b>	<b>2.183.243,22</b>

Calculation of deferred tax assets and liabilities is conducted on temporary differences. Under Law 4110/2013 the new tax rate for the year of 2013 is 26%. According to IAS 12 (par.47) and IAS 10 (para. 22), the change in the tax rate is "non-adjusting" event and therefore, deferred tax assets and liabilities of the company have been calculated at 20% which is the applicable tax rate for the year 2012. If deferred tax had been calculated at a rate of 26%, the income statement for the year would have been burdened by an amount of € 680.985,10 and net deferred tax liability of the company would have amounted to € 3.030.566,92 instead of € 2.331.205,32. The effect of change in tax rate will affect the next year's results.

### 5.4 Other Investments

The company other investments are analyzed as follows:

PARTICIPATING INTEREST AS AT 31/12/2012			
COMPANY	% PARTICIPATION	VALUE PARTICIPATION	HEADQUARTERS
SUI GENERIS PUBLICATIONS S.A.	50%	30.000,00	GREECE
HOUSE OF WINE S.A.	20%	16.667,00	GREECE
<b>TOTAL VALUE PARTICIPATION</b>		<b>46.667,00</b>	

On 29.6.2012, the company participated in the share capital increase of the company «HOUSE OF WINE SA», acquiring 16,667 nominal (with voting right) shares of one Euro per share and total value of 16,667.00 Euro. The participating interest in the above company

## KATHIMERINES EKDOSEIS S.A.

stands at 20% of the capital as defined at 83334.00 Euro, divided into 83,334 ordinary nominal shares of nominal value of 1.00 Euro each.

### 5.5 Other Long-Term Liabilities

The other long-term liabilities of the Company refer to provided guarantees and are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Guarantees Issued	92.839,57	113.162,53
Other long-term receivables	0,00	0,00
<b>Total</b>	<b>92.839,57</b>	<b>113.162,53</b>

### 5.6 Inventory

The Company inventory is analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Raw materials	1.744.088,55	3.148.541,77
Semi-final products	6.463,26	0,00
Final products	430.898,72	1.434.027,52
Goods	588.945,68	558.110,00
Other stock	65.958,16	98.172,25
<b>Total</b>	<b>2.836.354,37</b>	<b>5.238.851,54</b>
<b>Less: Provisions for obsolete, delayed or damaged inventory</b>		
Raw materials	0,00	0,00
Semi-final products	0,00	0,00
Final products	0,00	0,00
Goods	0,00	0,00
Other stock	0,00	0,00
<b>Total</b>	<b>0,00</b>	<b>0,00</b>
<b>Total Net Realizable Value</b>	<b>2.836.354,37</b>	<b>5.238.851,54</b>

The amount of inventory recognized as an expense during the fiscal year includes the cost of sales of € 12.378.880,04. The Company has no pledged inventories.

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### 5.7 Trade debtors and other trade receivables

The Company's trade debtors and other trade receivables are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Clients	16.349.778,51	16.982.359,63
Portfolio drafts receivable	11.832,67	11.396,86
Portfolio cheques receivable	1.111.199,84	604.446,42
Cheques with banks for collection	6.618.192,40	11.787.202,10
Provisions for impairment	-1.276.219,97	-462.412,03
<b>Net Trade Receivables</b>	<b>22.814.783,45</b>	<b>28.922.992,98</b>
Advances for stock purchases	15.383,92	570.948,56
<b>Total</b>	<b>22.830.167,37</b>	<b>29.493.941,54</b>
Current assets	22.830.167,37	29.493.941,54
	<b>22.830.167,37</b>	<b>29.493.941,54</b>
<b>Fair value of receivables are analyzed as follows:</b>		
Clients	15.957.530,75	16.700.398,34
Portfolio drafts receivable	3.051,36	11.396,86
Portfolio cheques receivable	236.008,94	423.995,68
Cheques with banks for collection	6.618.192,40	11.787.202,10
Advances for stock purchases	15.383,92	570.948,56
<b>Total</b>	<b>22.830.167,37</b>	<b>29.493.941,54</b>

All the above receivables are short-term. The fair value of those short-term financial assets cannot be determined independently, since their book value is considered to approach their fair value.

The Company has assessed all its receivables regarding their potential impairment. Receivables that have already suffered impairment concern clients of the Company that face financial difficulties. Some of the receivables have been impaired and a provision is made for the amount of € 814.185,83 for year 2012 and € 399.574,14 for 2011.

In addition, some of the receivables have not been impaired and are on delay. The table below shows the maturity process of all receivables that have not been impaired:

<b>KATHIMERINES EKDOSEIS S.A.</b>		
	<b>31/12/2012</b>	<b>31/12/2011</b>
Under 3 months	738.441,58	859.773,21
Between 3 and 6 months	850.106,46	372.276,59
Between 6 months and 1 year	969.291,23	365.754,12
Over 1 year	1.051.955,33	381.668,45
<b>Total</b>	<b>3.609.794,60</b>	<b>1.979.472,37</b>

# KATHIMERINES EKDOSEIS S.A.

## 5.8 Other Receivables

The Company other receivables are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Sundry debtors	2.178.012,78	2.380.162,58
Receivables from Greek State	3.253.492,25	3.335.737,65
Other receivables	277.553,82	84.621,40
<b>Net debtors receivables</b>	<b>5.709.058,85</b>	<b>5.800.521,63</b>
Current Assets Other receivables	5.709.058,85	5.800.521,63
<b>Total</b>	<b>5.709.058,85</b>	<b>5.800.521,63</b>
<b>Fair values of receivables are analyzed as follows:</b>		
Sundry debtors	2.178.012,78	2.380.162,58
Receivables from Greek State	3.253.492,25	3.335.737,65
Other receivables	277.553,82	84.621,40
<b>Total</b>	<b>5.709.058,85</b>	<b>5.800.521,63</b>

The item **“Miscellaneous Debtors”** is analyzed as follows:

- Advances to Suppliers Euro 1.844.486,87
- Advances to Personnel Euro 125.382,26
- Personnel Loans Euro 100.452,00
- Miscellaneous Debtors Euro 107.691,65

The item **“Receivables from Greek State”** is analyzed as follows:

- Prepaid Legal Entity Income Tax for 2011 Euro 11.400,08
- Prepaid REPOS interest tax Euro 7.426,48
- VAT for 2012 Euro 4.688,43
- Receivables from Special Grants (L. 3299) Euro 3.229.977,26

## 5.9 Other Current Assets

The Company other current assets are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Prepaid expenses	476.523,53	576.401,49
Income receivable	0,00	291.250,07
<b>Total</b>	<b>476.523,53</b>	<b>867.651,56</b>

# KATHIMERINES EKDOSEIS S.A.

## 5.10 Cash and cash equivalents

The company cash and cash equivalents are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Cash on Hand	20.688,89	208.675,11
Short-term bank deposits	449.095,66	3.595.864,67
<b>Total</b>	<b>469.784,55</b>	<b>3.804.539,78</b>

## 5.11 Equity

The balance of the company Equity is analyzed as follows:

### a) Share Capital

	<b>Number of Shares</b>	<b>Share Capital</b>	<b>Share Premium</b>	<b>Total</b>
<b>Balance as at 1/1/2011</b>	<b>20.000</b>	<b>587.000,00</b>	<b>0,00</b>	<b>587.000,00</b>
Issue of new shares		0,00	0,00	<b>0,00</b>
Acquisition of shares (Treasury Shares)		0,00	0,00	<b>0,00</b>
Disposal of Parent Shares (Treasury Shares)		0,00	0,00	<b>0,00</b>
Segment Absorption		8.966.057,13	0,00	<b>8.966.057,13</b>
Increase through cash payment	305.500	367,87	0,00	<b>367,87</b>
<b>Balance as at 31/12/2011</b>	<b>325.500</b>	<b>9.553.425,00</b>	<b>0,00</b>	<b>9.553.425,00</b>
Issue of new shares		0,00	0,00	<b>0,00</b>
Acquisition of shares (Treasury Shares)		0,00	0,00	<b>0,00</b>
Disposal of Parent Shares (Treasury Shares)		0,00	0,00	<b>0,00</b>
<b>Υπόλοιπα 31/12/2012</b>	<b>325.500</b>	<b>9.553.425,00</b>	<b>0,00</b>	<b>9.553.425,00</b>

Following the absorption of the publications segment, the company increased its share capital by 8.966.425,00 with the issue of 305.500 new common nominal shares of nominal value 29,35 each.

The shares, issued due to segment absorption, were provided as total as exchange for segment transferring company «KATHIMERINI S.A.»

The above increase was covered by the company in the following way: a) through payment of Euro 367,87 for rounding purposes and b) payment in kind of an amount of Euro 8.966.057,13, corresponding to transferred segment equity. As at 31.12.2012, the share capital of the company stands at Euro 9.553.425, divided into 325.500 nominal shares of nominal value 29,35 each.

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## b) Other Reserves

	Statutory Reserves	Special Purpose Reserves	Other Reserves	Total
<b>Balance as at January 1, 2011</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>
FX translation differences				<b>0,00</b>
Changes within the year				<b>0,00</b>
Special Purpose reserves from segment absorption			4.910.000,00	<b>4.910.000,00</b>
Absorbed segment transfer reserves from HUGA to IFRS			8.235.505,47	<b>8.235.505,47</b>
Other				<b>0,00</b>
<b>Balance as at December 31, 2011</b>	<b>0,00</b>	<b>0,00</b>	<b>13.145.505,47</b>	<b>13.145.505,47</b>
FX translation differences				<b>0,00</b>
Changes within the year				<b>0,00</b>
Other				<b>0,00</b>
<b>Balance as at December 31, 2012</b>	<b>0,00</b>	<b>0,00</b>	<b>13.145.505,47</b>	<b>13.145.505,47</b>

The amount of € 8.325.505,47 in the Equity of the absorbed segment concerns the balance arising from transition of Balance Sheet from HUGA to IAS. As at 31.12.2012, in respect of the total Equity of the Company, there are effective the conditions for implementation of the provisions of Article 47, Law 2190/1920. The Company's management has prepared an appropriate plan for non-implementation of the provisions of the above article and uninterrupted going concern of the company. In every cases of capital adequacy problems identification, the Management will take immediate steps to address them.

Also, the parent company «KATHIMERINI S.A. PUBLICATIONS – MASS MEDIA» is committed to covering any capital needs that can arise for at least the next twelve months from the date of approval of the annual financial statements of 31/12/2012.

## 5.12 Employee End of Service Benefit Obligations

The Company's employee benefit obligations are analyzed as follows:

	31/12/2012	31/12/2011
<b>Balance sheet liabilities for:</b>		
Pension benefits	3.214.535,98	4.705.518,46
<b>Total</b>	<b>3.214.535,98</b>	<b>4.705.518,46</b>
<b>Charges to profit and loss</b>		
Pension benefits (provisions and payments)	-1.490.982,48	-375.899,58
<b>Total</b>	<b>-1.490.982,48</b>	<b>-375.899,58</b>
The amount recognized in the income statement is analyzed as follows:		
	31/12/2012	31/12/2011
Current service cost	373.840,69	42.014,94
Interest Cost	220.040,89	11.744,32
Effect from Cuts/ Settlement/ End of service benefits	1.974.334,11	288.881,35
Actuarial (Gains) / Losses	0,00	0,00
(less) Benefits paid	-3.436.624,73	-649.800,24
Non-recorded cost of previous service	-329.553,55	0,00
Absorption / (Transfer) of Personnel	-293.019,89	-68.739,95
<b>Expenses for the year for Pension Benefits</b>	<b>-1.490.982,48</b>	<b>-375.899,58</b>

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In order to determine the obligation for pension remuneration, the following actuarial principles were used:

	<b>2012</b>	<b>2011</b>
Discount rate	3,70%	4,90%
Expected percentage of wage increases	4,80%	4,80%
Average annual rate of long- term inflation	2%	2%

Total payroll cost is analyzed as follows:

	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
Salaries and wages	8.779.306,30	6.958.416,74
Employer's contributions	424.189,99	498.102,66
Provision for staff compensation	1.945.642,25	273.900,66
Other Payroll Expenses	11.714,00	0,00
<b>Total Payroll</b>	<b>11.160.852,54</b>	<b>7.730.420,06</b>

The number of personnel as at 31.12.2012 and 31.12.2011 respectively is analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Salaried personnel	248	374
<b>Total</b>	<b>248</b>	<b>374</b>

### 5.13 Other Long-Term Liabilities

The Company's other long-term liabilities are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
<b>Grants</b>		
Start-of-period balance	8.783.670,11	9.166.403,36
Grants - Additions	0,00	0,00
Grants - Transfers to profit and loss	-730.716,82	-382.733,25
<b>End-of-period balance</b>	<b>8.052.953,29</b>	<b>8.783.670,11</b>
Guarantees - Start-of-period balance	0,00	0,00
<b>End-of-period balance</b>	<b>0,00</b>	<b>0,00</b>
<b>Total</b>	<b>8.052.953,29</b>	<b>8.783.670,11</b>
Long-term liabilities	7.326.003,29	8.052.911,98
Short-term liabilities	726.950,00	730.758,13
	<b>8.052.953,29</b>	<b>8.783.670,11</b>
Grants Collected	<b>0,00</b>	<b>0,00</b>

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## 5.14 Suppliers and Other Liabilities

The Company's suppliers and other related liabilities are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Suppliers	10.580.765,66	14.910.772,05
Advances from customers	136.670,20	527.748,21
Post-dated cheques	4.048.515,61	5.603.459,50
Notes Payable	186.766,70	0,00
<b>Total</b>	<b>14.952.718,17</b>	<b>21.041.979,76</b>

All liabilities are characterized as short-term liabilities. Fair values of trade and other liabilities are not presented separately, because, due to their short-term duration, the management of the company concerns that the book value that is presented in the balance sheet is a sensible approach of their fair value.

## 5.15 Current Tax Liabilities

The Company's current tax liabilities are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Tax liabilities	576.814,32	475.298,79
<b>Total</b>	<b>576.814,32</b>	<b>475.298,79</b>

## 5.16 Loan Liabilities

The Company's short term and long-term loan liabilities are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
<b>Long-term Loans</b>		
Bank loans	1.435.725,00	0,00
<b>Total long-term loans</b>	<b>1.435.725,00</b>	<b>0,00</b>
<b>Short-term loans</b>		
Bank loans	33.507.360,44	34.025.166,31
<b>Total Short-term Loans</b>	<b>33.507.360,44</b>	<b>34.025.166,31</b>
<b>Total Loans</b>	<b>34.943.085,44</b>	<b>34.025.166,31</b>

The short term loans of the Company pertain to working capital guaranteed by client securities under an average of 7 % and Factoring.

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## 5.17 Other Long-Term Liabilities

The Company's other long-term liabilities are analyzed as follows:

	<b>31/12/2012</b>	<b>31/12/2011</b>
Accrued expenses	86.139,96	233.712,28
Social Security	232.273,36	367.360,21
Deferred income	726.950,00	730.758,13
Other liabilities	6.335.190,34	2.767.421,38
<b>Total</b>	<b>7.380.553,66</b>	<b>4.099.252,00</b>

## 5.18 Cost of sales

The cost of sales for the fiscal years 2012 and 2011 is presented below as follows:

	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
Employee benefits	8.304.569,37	6.087.763,85
Cost of stocks recognized as expense	12.378.880,04	5.897.957,49
Third party fees and expenses	10.329.988,26	8.502.840,05
Third party benefits	2.017.748,76	1.261.642,26
Taxes and duties	109.732,70	48.180,13
Advertising	5.301,41	88.410,79
Other sundry expenses	841.403,74	645.856,46
Interest and related charges	6.343,79	3.180,92
Fixed assets depreciation	3.183.771,91	1.425.651,66
<b>Total</b>	<b>37.177.739,98</b>	<b>23.961.483,61</b>

## 5.19 Other Operating Income/ Expenses

Other operating income and expenses for the fiscal years 2012 and 2011 are as follows:

	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
<b>Other operating income</b>		
Amortization of grants received	730.716,82	382.733,25
Profits from currency differences	3.078,20	739,84
Income from rentals	10.400,00	6.194,56
Other income	802.103,93	620.967,58
Income from unutilized provision	14.537,36	399,84
<b>Total</b>	<b>1.560.836,31</b>	<b>1.011.035,07</b>
<b>Other operating expenses</b>		
Loss from currency differences	9.272,39	10.423,42
Other expenses	580.060,56	18.131,24
<b>Total</b>	<b>589.332,95</b>	<b>28.554,66</b>

# KATHIMERINES EKDOSEIS S.A.

## 5.20 Administrative/Distribution Expenses

The breakdown of distribution and administrative expenses for fiscal years 2012 and 2011 at the company level is presented below as follows:

<b>Administrative Expenses</b>	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
Other employee benefits	1.495.260,92	863.236,65
Third party fees and expenses	337.827,53	99.145,65
Other third party benefits	590.149,01	238.962,00
Taxes and duties	128.436,37	41.847,32
Advertising	17.466,65	15.585,76
Other sundry expenses	270.636,54	29.524,51
Interest and related charges	59.849,19	85,42
Fixed assets depreciation	410.613,05	221.572,78
Provisions	814.185,83	399.574,14
<b>Total</b>	<b>4.124.425,09</b>	<b>1.909.534,23</b>

<b>Distribution Expenses</b>	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
Other employee benefits	1.361.022,25	779.419,56
Third party fees and expenses	8.212.503,60	6.403.488,83
Other third party benefits	336.498,05	162.095,24
Taxes and duties	14.784,10	12.960,80
Advertising	1.783.113,35	2.201.623,05
Other sundry expenses	670.946,64	505.697,95
Interest and related charges	541,32	300,45
Fixed assets depreciation	140.773,99	75.960,69
<b>Total</b>	<b>12.520.183,30</b>	<b>10.141.546,57</b>

## 5.21 Financial Income / Expenses

Financial income/expenses are analyzed as follows:

	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
<b>Financial income</b>		
Banks	74,56	60.851,53
Time Deposits Interest	55.814,71	0,00
<b>Total</b>	<b>55.889,27</b>	<b>60.851,53</b>
<b>Financial expenses</b>		
Bank loans	2.334.100,14	1.089.180,21
Commissions on letters of guarantee	0,00	92,40
Other bank charges	31.153,30	18.491,28
Factoring	288.023,63	169.855,19
<b>Total</b>	<b>2.653.277,07</b>	<b>1.277.619,08</b>

# KATHIMERINES EKDOSEIS S.A.

## 5.22 Other investing results

Other investing results are analyzed as follows:

	1/1 - 31/12/2012	1/1 - 31/12/2011
Disposals (profit) of tangible and intangible assets	13.229,07	1.219,50
Disposals (loss) of tangible and intangible assets	-322.192,14	-5.772,99
<b>Total</b>	<b>-308.963,07</b>	<b>-4.553,49</b>

## 5.23 Income Tax

The company income tax is analyzed as follows:

	1/1 - 31/12/2012	1/1 - 31/12/2011
Deferred tax for the year	-147.962,10	-205.643,08
<b>Total</b>	<b>-147.962,10</b>	<b>-205.643,08</b>

## 5.24 Adjustments in Profit and Loss of Statement of Cash Flows

	1.1-31.12.2012	1.1-31.12.2011
<b><i>Adjustments for:</i></b>		
Depreciation/Amortization	3.735.158,95	1.723.185,13
Profit/ Loss from disposal / valuation of assets/investments	308.963,07	-49.115,55
Amortization of fixed assets grants	-730.716,82	-382.733,25
Provisions	836.444,66	23.274,72
Interest collected	-55.889,27	0,00
Interest paid	2.653.277,07	1.277.619,08
<b>Total</b>	<b>6.747.237,66</b>	<b>2.592.230,13</b>

## 5.25 Commitments

There are no major lawsuits or third party claims pending against the Company.

## 5.26 Encumbrances

### The Company's real estate property

a. On July 30, 2012, there were recorded liens amounting to three million six hundred thousand (3,600,000.00) Euro over real estate property item of the subsidiary

## **KATHIMERINES EKDOSEIS S.A.**

«KATHIMERINES EKDOSEIS S.A.» located at "KARELA - LISSA", the agrarian region of Kropia Municipality, in respect of the land, any kind of buildings erected and infixed machinery in favor of "National Bank of Greece SA", under No. 7044/S/2012 decision of the district court of Athens, for securing loans.

**b.** On November 1, 2012, there were recorded liens amounting to eight million one hundred fifty thousand (8.150.000,00) Euro plus interest and expenses over real estate property item of the subsidiary «KATHIMERINES EKDOSEIS S.A.» located at "KARELA - LISSA", the agrarian region of Kropia Municipality, in respect of the land, any kind of buildings erected and infixed machinery in favor of the banking company under the title "Eurobank Ergasias Bank SA", under Nun. 10722/S/2012 decision of the district court of Athens to secure interest-bearing receivables of the above bank under Num. 1373/30.4.2012 private credit agreement through open (overdraft) account as increased through additional acts and agreements.

### **5.27 Contingent Assets – Liabilities**

There are no disputes in front of judicial or arbitration bodies that may have a major impact on the Company's financial position or operation. The company has not been tax inspected for the year 2010.

Regarding the year 2011, the company was tax audited by Chartered Accountants under the provisions of Article 82, par. 5, Law 2238/1994 and received Tax Compliance Certificates with unqualified opinion. No additional tax obligations have arisen from the aforementioned tax audit that could have significant effect on the Financial Statements of the company. For the FY to be regarded as tax terminated, there are effective the relative provisions, defined in Par. 1a, Article 6, POL 1159 / 2011. Regarding the year 2012, the tax audit under the provisions of Article 82, par. 5, Law 2238/1994 is in progress and the relative Tax Compliance Certificate is expected to be issued after the publication of the financial statements for the FY 2012.

The Company management estimates that no significant burdening is expected on the company's financial position under tax audits finalization and therefore, no provision has been made in the financial statements regarding this issue.

### **5.28 Related Parties Transactions**

The company related parties transactions are analyzed as follows:

# KATHIMERINES EKDOSEIS S.A.

## INTRACOMPANY RECEIVABLES / LIABILITIES 31/12/2012

### LIABILITIES

	KATHIMERINI S.A.	ATE ERGON S.A.	KATHIMERINES EKDOSEIS S.A.	INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	ARGONAFITIS LTD	EXPLORER S.A.	MAISON PUBLISHING S.A.	TOTAL
31/12/2012								
KATHIMERINI S.A.		4.389.201,14	880.151,18			258.935,40		<b>5.528.287,72</b>
ATE ERGON S.A.	267.326,23				1.110,72	17.811,82		<b>286.248,77</b>
KATHIMERINES EKDOSEIS S.A.	333.674,96	628.448,89		1.325.177,57	24,35	119.243,20	901.365,68	<b>3.307.934,65</b>
INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	5.205,47							<b>5.205,47</b>
ARGONAFITIS LTD			4.046.375,00					<b>4.046.375,00</b>
EXPLORER S.A.								<b>0,00</b>
MAISON PUBLISHING S.A.								<b>0,00</b>
<b>TOTAL</b>	<b>606.206,66</b>	<b>5.017.650,03</b>	<b>4.926.526,18</b>	<b>1.325.177,57</b>	<b>1.135,07</b>	<b>395.990,42</b>	<b>901.365,68</b>	<b>13.174.051,61</b>

## INTRACOMPANY RECEIVABLES / LIABILITIES 31/12/2011

### LIABILITIES

	KATHIMERINI S.A.	ATE ERGON S.A.	KATHIMERINES EKDOSEIS S.A.	INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	ARGONAFITIS LTD	EXPLORER S.A.	MAISON PUBLISHING S.A.	TOTAL
31/12/2011								
KATHIMERINI S.A.		4.508.813,40	579.359,66	16.865,30	0,00	115.733,56	0,00	<b>5.220.771,92</b>
ATE ERGON S.A.	773,88		291.363,30		1.586,76			<b>293.723,94</b>
KATHIMERINES EKDOSEIS S.A.	1.188.949,17	1.129.414,89		1.442.532,18		1.081.603,55	1.090.328,46	<b>5.932.828,25</b>
INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	0,00		47.938,67					<b>47.938,67</b>
ARGONAFITIS LTD	0,00		2.000.000,00					<b>2.000.000,00</b>
EXPLORER S.A.	0,00		151.750,94					<b>151.750,94</b>
MAISON PUBLISHING S.A.	0,00		391.291,00					<b>391.291,00</b>
<b>TOTAL</b>	<b>1.189.723,05</b>	<b>5.638.228,29</b>	<b>3.461.703,57</b>	<b>1.459.397,48</b>	<b>1.586,76</b>	<b>1.197.337,11</b>	<b>1.090.328,46</b>	<b>14.038.304,72</b>

## INTRACOMPANY DISPOSALS / ACQUISITIONS 1/1 - 31/12/2012

### ACQUISITIONS

	KATHIMERINI S.A.	ATE ERGON S.A.	KATHIMERINES EKDOSEIS S.A.	INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	ARGONAFITIS LTD	EXPLORER S.A.	MAISON PUBLISHING S.A.	TOTAL
1/1 - 31/12/2012								
KATHIMERINI S.A.			2.717.389,64	8.040,60		199.832,97		<b>2.925.263,21</b>
ATE ERGON S.A.	389.038,29		517.392,01		3.216,36	21.825,66		<b>931.472,32</b>
KATHIMERINES EKDOSEIS S.A.	376.251,82	12.000,12		308.160,92	19,80	1.716.235,54	321.218,94	<b>2.733.887,14</b>
INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.			2.013,70			5.880,00		<b>7.893,70</b>
ARGONAFITIS LTD								<b>0,00</b>
EXPLORER S.A.	-50.270,81		3.026.478,83					<b>2.976.208,02</b>
MAISON PUBLISHING S.A.			128.784,38					<b>128.784,38</b>
<b>TOTAL</b>	<b>715.019,30</b>	<b>12.000,12</b>	<b>6.392.058,56</b>	<b>316.201,52</b>	<b>3.236,16</b>	<b>1.943.774,17</b>	<b>321.218,94</b>	<b>9.703.508,77</b>

## INTRACOMPANY DISPOSALS / ACQUISITIONS - 31/12/2011

### ACQUISITIONS

	KATHIMERINI S.A.	ATE ERGON S.A.	KATHIMERINES EKDOSEIS S.A.	INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	ARGONAFITIS LTD	EXPLORER S.A.	MAISON PUBLISHING S.A.	TOTAL
1/1 - 31/12/2011								
KATHIMERINI S.A.		6.000,12	963.264,72	178.153,09	19,80	103.497,14	433.990,86	<b>1.684.925,73</b>
ATE ERGON S.A.	510.152,61		210.891,74		3.063,24			<b>724.107,59</b>
KATHIMERINES EKDOSEIS S.A.	838.258,00	6.000,00		219.790,73		192.811,16	440.684,12	<b>1.697.544,01</b>
INTERNATIONAL HERALD TRIBUNE - KATHIMERINI S.A.	3.905,24		74.015,64					<b>77.920,88</b>
ARGONAFITIS LTD	0,00							<b>0,00</b>
EXPLORER S.A.	278.049,85		184.407,98					<b>462.457,83</b>
MAISON PUBLISHING S.A.	149.508,61		118.828,39					<b>268.337,00</b>
<b>TOTAL</b>	<b>1.779.874,31</b>	<b>12.000,12</b>	<b>1.551.408,47</b>	<b>397.943,82</b>	<b>3.083,04</b>	<b>296.308,30</b>	<b>874.674,98</b>	<b>4.915.293,04</b>

## KATHIMERINES EKDOSEIS S.A.

### 5.29 Payroll Cost

The company total payroll cost is analyzed as follows:

	<b>1/1 - 31/12/2012</b>	<b>1/1 - 31/12/2011</b>
Salaries and wages	8.779.306,30	6.958.416,74
Employer's contributions	424.189,99	498.102,66
Provision for staff compensation	1.945.642,25	273.900,66
Other Payroll Expenses	11.714,00	0,00
<b>Total Payroll</b>	<b>11.160.852,54</b>	<b>7.730.420,06</b>

# KATHIMERINES EKDOSEIS S.A.

## 5.30 Post Financial Position date events

Apart from the aforementioned events, there are no other post financial statements date events, concerning the Company, which should be reported in accordance with International Financial Reporting Standards.

THE CHAIRMAN OF THE  
BoD & MANAGING  
DIRECTOR

THE VICE CHAIRMAN OF BoD.

THE CHIEF FINANCIAL OFFICER

THEMISTOCLES AR.  
ALAFOUZOS  
ID no: AZ 638697

VASILIS G. DIAMANTOPOULOS  
ID no: I 163034

CHRISTOS N. AGRAFIOTIS  
ID no: Σ 579455  
A' Class License No 18062

HEAD OF ACCOUNTING  
DEPARTMENT

KONSTANTINOS A. HARMPIIS  
ID no: AK 677654