

# STALEXPORT AUTOSTRADY S.A. CAPITAL GROUP

CONDENSED CONSOLIDATED
INTERIM FINANCIAL STATEMENTS

for the nine-month period ended 30 September 2013

 $These\ condensed\ consolidated\ interim\ financial\ statements\ are\ unaudited$ 

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These condensed consolidated interim financial statements are unaudited

# Condensed consolidated interim statement of comprehensive income for the three and nine-month periods ended

| In thousands of PLN, unless stated otherwise  | Note | 30 Septem   | ber 2013    | 30 Septem   | ber 2012    |
|---|------|-------------|-------------|-------------|-------------|
|   |      | 3 months    | 9 months    | 3 months    | 9 months    |
|   |      | (unaudited) | (unaudited) | (unaudited) | (unaudited) |
| Revenue   |      | 59 786      | 153 861     | 52 960      | 139 617     |
| Cost of sales   | 9    | (9 983)     | (46 706)    | (19 359)    | (70 189)    |
| Gross profit  |      | 49 803      | 107 155     | 33 601      | 69 428      |
| Other income  | 10   | 1 893       | 3 703       | 1 029       | 2 448       |
| Administrative expenses   | 9    | (6 374)     | (19 788)    | (6 729)     | (21 030)    |
| Other expenses  | 11   | (59)        | (132)       | (79)        | (237)       |
| Results from operating activities   |      | 45 263      | 90 938      | 27 822      | 50 609      |
| Finance income  |      | 3 795       | 12 507      | 5 456       | 16 368      |
| Finance expenses  |      | (11 572)    | (39 897)    | (16 846)    | (48 521)    |
| Net finance expense   | 12   | (7 777)     | (27 390)    | (11 390)    | (32 153)    |
| Share of profit/(loss) of equity accounted investees (net of income tax)                                      |      | 15          | 30          | 17          | (162)       |
| Profit before income tax  |      | 37 501      | 63 578      | 16 449      | 18 294      |
|   |      |             |             |             |             |
| Income tax expense  |      | (7 089)     | (12 528)    | (2 646)     | (3 989)     |
| Profit for the period   |      | 30 412      | 51 050      | 13 803      | 14 305      |
| Other comprehensive income  |      |             |             |             |             |
| Items that are or may be reclassified subsequently to   |      |             |             |             |             |
| profit or loss for the period   |      |             |             |             |             |
| Foreign currency translation differences for foreign operations   |      | (64)        | (35)        | (125)       | -           |
| Effective portion of changes in fair value of cash flow hedges  |      | (250)       | 2 459       | (2 994)     | (4 577)     |
| Net change in fair value of cash flow hedges reclassified to  |      | 1 027       | 2 456       | 483         | 1 353       |
| profit or loss for the period<br>Net change in fair value of available-for-sale                               |      |             |             |             | (90)        |
| financial assets  |      |             |             |             | (50)        |
| Net change in fair value of available-for-sale financial assets reclassified to profit or loss for the period |      | -           | -           | -           | 238         |
| Income tax on other comprehensive income  |      | (147)       | (933)       | 478         | 613         |
| Other comprehensive income for the period, net of income ta   | x    | 566         | 3 947       | (2 158)     | (2 463)     |
| Total comprehensive income for the period   |      | 30 978      | 54 997      | 11 645      | 11 842      |
| Dunfit attailustahla ta   |      |             |             |             |             |
| Profit attributable to:   |      | 29 293      | 40.240      | 12 210      | 10.064      |
| Owners of the Company   |      |             | 48 240      | 12 310      | 10 864      |
| Non-controlling interest  |      | 1 119       | 2 810       | 1 493       | 3 441       |
| Profit for the period   |      | 30 412      | 51 050      | 13 803      | 14 305      |
| Total comprehensive income attributable to:   |      | 20.050      | F2.407      | 40.453      | 0.404       |
| Owners of the Company   |      | 29 859      | 52 187      | 10 152      | 8 401       |
| Non-controlling interest  |      | 1 119       | 2 810       | 1 493       | 3 441       |
| Total comprehensive income for the period   |      | 30 978      | 54 997      | 11 645      | 11 842      |
| Earnings per share  |      | 0.12        | 0.30        | 0.05        | 0.04        |
| Basic earnings per share (PLN)  |      | 0.12        | 0.20        | 0.05        | 0.04        |
| Diluted earnings per share (PLN)  |      | 0.12        | 0.20        | 0.05        | 0.04        |

The condensed consolidated interim statement of comprehensive income should be analyzed together with notes, which constitute integral part of the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited

# Condensed consolidated interim statement of financial position as at

| In thousands of PLN           | Note | 30 September 2013<br>(unaudited) | 30 June 2013<br>(unaudited) | 31 December 2012 | <b>30 September 2012</b> (unaudited) |
|-------------------------------|------|----------------------------------|-----------------------------|------------------|--------------------------------------|
| ASSETS                        |      |                                  |                             |                  |                                      |
| Non-current assets            |      |                                  |                             |                  |                                      |
| Property, plant and equipment | 13   | 22 135                           | 21 960                      | 22 274           | 22 051                               |
| Intangi ble assets            | 14   | 648 850                          | 662 297                     | 717 381          | 705 906                              |
| Investment property           |      | 4 522                            | 4 639                       | 4 461            | 4 486                                |
| Investments in associates     |      | 662                              | 648                         | 610              | 607                                  |
| Other non-current investments |      | 242 608                          | 281 464                     | 264 409          | 297 191                              |
| Deferred tax assets           | 15   | 105 243                          | 107 512                     | 107 468          | 104 905                              |
| Total non-current assets      |      | 1 024 020                        | 1 078 520                   | 1 116 603        | 1 135 146                            |
| Current assets                |      |                                  |                             |                  |                                      |
| Inventories                   |      | 2 447                            | 1 194                       | 2 073            | 2 428                                |
| Current investments           |      | 1 812                            | 1 826                       | 26 086           | 62 705                               |
| Trade and other receivables   | 16   | 8 606                            | 9 383                       | 9 432            | 9 013                                |
| Cash and cash equivalents     |      | 219 254                          | 166 214                     | 141 502          | 80 686                               |
| Total current assets          |      | 232 119                          | 178 617                     | 179 093          | 154 832                              |
| Total assets                  |      | 1 256 139                        | 1 257 137                   | 1 295 696        | 1 289 978                            |

These condensed consolidated interim financial statements are unaudited

# Condensed consolidated interim statement of financial position as at

| In thousands of PLN                                | Note | 30 September 2013<br>(unaudited) | <b>30 June 2013</b> (unaudited) | 31 December 2012 | <b>30 September 2012</b> (unaudited) |
|--|------|----------------------------------|---------------------------------|------------------|--------------------------------------|
| EQUITY AND LIABILITIES                             |      |                                  |                                 |                  |                                      |
| Equity   | 18   |                                  |                                 |                  |                                      |
| Share capital                                      | 18.1 | 185 447                          | 185 447                         | 185 447          | 185 447                              |
| Treasury shares                                    |      | (20)                             | (20)                            | (20)             | (20)                                 |
| Share premium reserve                              |      | 7 430                            | 7 430                           | 8 395            | 8 395                                |
| Fair value reserve                                 | 18.3 |                                  | -                               | -                | (5 878)                              |
| Hedging reserve                                    | 18.2 | (10 555)                         | (11 185)                        | (14 537)         | (9 990)                              |
| Other reserve capitals and supplementary capital   |      | 203 074                          | 203 097                         | 199 143          | 199 148                              |
| Foreign currency translation reserve               |      | 116                              | 156                             | 178              | 193                                  |
| Retained earnings and uncovered losses             |      | (150 803)                        | (180 095)                       | (196 104)        | (193 843)                            |
| Total equity attributable to owners of the Company |      | 234 689                          | 204 830                         | 182 502          | 183 452                              |
| Non-controlling interest                           |      | 3 511                            | 2 392                           | 3 989            | 4 109                                |
| Total equity                                       |      | 238 200                          | 207 222                         | 186 491          | 187 561                              |
| Liabilities  |      |                                  |                                 |                  |                                      |
| Non-current liabilities                            |      |                                  |                                 |                  |                                      |
| Loans and borrowings                               |      | 216 171                          | 230 785                         | 244 081          | 243 343                              |
| Finance lease liabilities                          |      | 24                               | 32                              | 68               | 91                                   |
| Employee benefits                                  |      | 1 381                            | 1 130                           | 555              | 413                                  |
| Deferred income                                    |      | 10 389                           | 10 597                          | 11 013           | 11 221                               |
| Other non-current liabilities                      |      | 181 053                          | 179 312                         | 181 621          | 174 535                              |
| Provisions   | 19   | 486 437                          | 497 613                         | 525 331          | 495 788                              |
| Deferred tax liabilities                           | 15   | 10                               | 8                               | 53               | 44                                   |
| Total non-current liabilities                      |      | 895 465                          | 919 477                         | 962 722          | 925 435                              |
| Current liabilities                                |      |                                  |                                 |                  |                                      |
| Loans and borrowings                               |      | 27 076                           | 29 464                          | 29 888           | 25 293                               |
| Finance lease liabilities                          |      | 71                               | 94                              | 166              | 199                                  |
| Derivative financial instruments                   |      | 13 031                           | 14 846                          | 18 357           | 12 416                               |
| Income tax liabilities                             |      | 2 830                            | 1 113                           | 4 411            | 4 235                                |
| Trade and other payables                           |      | 24 353                           | 26 663                          | 35 976           | 44 374                               |
| Employee benefits                                  |      | 147                              | 255                             | 216              | 97                                   |
| Deferred income                                    |      | 6 407                            | 6 788                           | 5 427            | 6 073                                |
| Provisions   | 19   | 48 559                           | 51 215                          | 52 042           | 84 295                               |
| Total current liabilities                          |      | 122 474                          | 130 438                         | 146 483          | 176 982                              |
| Total liabilities                                  |      | 1 017 939                        | 1 049 915                       | 1 109 205        | 1 102 417                            |
| Total equity and liabilities                       |      | 1 256 139                        | 1 257 137                       | 1 295 696        | 1 289 978                            |

These condensed consolidated interim financial statements are unaudited

# Condensed consolidated interim statement of cash flows for the three and nine-month periods ended

| In thousands of PLN                                      | 30 Septem   | ber 2013    | 30 Septemb  | per 2012    |
|--|-------------|-------------|-------------|-------------|
|  | 3 months    | 9 months    | 3 months    | 9 months    |
|  | (unaudited) | (unaudited) | (unaudited) | (unaudited) |
|  |             |             |             |             |
| Cash flows from operating activities                     |             |             |             |             |
| Profit before income tax                                 | 37 501      | 63 578      | 16 449      | 18 294      |
|  |             |             |             |             |
| Adjustments for  |             |             |             |             |
| Depreciation and amortisation                            | 10 232      | 29 946      | 9 644       | 30 348      |
| Reversal of impairment on property, plant                | _           | (1)         | (1)         | (2)         |
| and equipment and intangible assets                      |             | (1)         | (1)         | (2)         |
| Foreign currency translation differences for foreign     | (64)        | (35)        | (125)       | _           |
| operations   | (04)        | (33)        | (123)       |             |
| (Profit)/Loss on investment activity                     | 15          | 2 444       | 442         | (1 742)     |
| (Gain)/Loss on disposal of property, plant and equipment | 6           | (17)        | (328)       | (331)       |
| and intangible assets                                    | · ·         | (17)        | (320)       | (221)       |
| Interest and dividends                                   | 1 485       | 3 976       | 1 217       | 4 101       |
| Share in (profit)/loss of associated entities            | (15)        | (30)        | (17)        | 162         |
| Change in receivables                                    | 777         | 826         | 144         | 4 373       |
| Change in inventories                                    | (1 253)     | (374)       | (679)       | 85          |
| Change in trade and other payables                       | 653         | (1 293)     | (2 167)     | (9 431)     |
| Change in provisions                                     | (1 852)     | 16 021      | 13 338      | 47 868      |
| Change in deferred income                                | (589)       | 356         | (682)       | 3 700       |
| •  |             |             |             |             |
| Cash generated from operating activities                 | 46 896      | 115 397     | 37 235      | 97 425      |
|  |             |             |             |             |
| Income tax paid  | (3 248)     | (12 860)    | (2 598)     | (8 071)     |
|  |             |             |             |             |
| Net cash from operating activities                       | 43 648      | 102 537     | 34 637      | 89 354      |

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# Condensed consolidated interim statement of cash flows for the three and nine-month periods ended

| In thousands of PLN   | 30 Septemb  | per 2013    | 30 Septemb  | per 2012    |
|---|-------------|-------------|-------------|-------------|
|   | 3 months    | 9 months    | 3 months    | 9 months    |
|   | (unaudited) | (unaudited) | (unaudited) | (unaudited) |
| Cash flows from investing activities                                |             |             |             |             |
| Investment proceeds   | 42 609      | 62 868      | 10 412      | 20 082      |
| Sale of intangible assets and property, plant and equipment         | 26          | 151         | 332         | 340         |
| Proceeds from non-current deposits held for investment expenditures | 36 510      | 18 773      | -           | -           |
| Dividends received  | -           | 1           | 185         | 194         |
| Interest received   | 6 073       | 15 113      | 8 042       | 17 033      |
| Sale of financial assets  | -           | 28 830      | 1 853       | 1 853       |
| Repayment of loans granted  | -           | -           | -           | 662         |
| Investment expenditures   | (7 996)     | (37 031)    | (57 104)    | (118 881)   |
| Acquisition of intangible assets and property, plant and equipment  | (7 996)     | (30 009)    | (8 113)     | (56 642)    |
| Non-current deposits held for investment expenditures               | -           | -           | (48 991)    | (61 745)    |
| Net cash expense due to loss control over a subsidiary              | -           | -           | -           | (320)       |
| Acquisition of financial assets                                     | -           | (7 022)     | -           | (174)       |
| Net cash from/(used) in investing activities                        | 34 613      | 25 837      | (46 692)    | (98 799)    |
| Cash flows from financing activities                                |             |             |             |             |
| Financial expenditures  | (25 221)    | (50 622)    | (26 063)    | (51 558)    |
| Dividends paid  | (1 938)     | (3 288)     | (2 183)     | (3 714)     |
| Repayment of loans and borrowings                                   | (14 330)    | (28 115)    | (13 263)    | (26 020)    |
| Interest paid   | (8 922)     | (19 080)    | (10 544)    | (21 635)    |
| Repayment of finance lease liabilities                              | (31)        | (139)       | (73)        | (189)       |
| Net cash used in financing activities                               | (25 221)    | (50 622)    | (26 063)    | (51 558)    |
| Total net cash flows  | 53 040      | 77 752      | (38 118)    | (61 003)    |
| Net change in cash and cash equivalents as in                       | 53 040      | 77 752      | (38 118)    | (61 003)    |
| statement of financial position                                     |             |             |             |             |
| Cash and cash equivalents at the begining of the period             | 166 214     | 141 502     | 118 804     | 141 689     |
| Cash and cash equivalents at the end of the period, including:      | 219 254     | 219 254     | 80 686      | 80 686      |
| Restricted cash and cash equivalents                                | 306         | 306         | 220         | 220         |
|   |             |             |             |             |

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# Condensed consolidated interim statement of changes in equity

| In thousands of PLN   |                  |                    |                             |                       |                    |  |   |                                      |   |   |                          |              |
|---|------------------|--------------------|-----------------------------|-----------------------|--------------------|--|---|--------------------------------------|---|---|--------------------------|--------------|
| (unaudited)   | Share<br>capital | Treasury<br>shares | Share<br>premium<br>reserve | Fair value<br>reserve | Hedging<br>reserve | Amounts recognised<br>directly in equity<br>relating to<br>assets of a disposal<br>group held for sale | Other reserve<br>capitals and<br>supplementary<br>capital | Foreign currency translation reserve | Retained<br>earnings and<br>uncovered<br>losses | Total equity<br>attributable to<br>owners of the<br>Company | Non-controlling interest | Total equity |
| As at 1 January 2012  | 185 447          | (20)               | 13 514                      | (5 788)               | (7 379)            | (238)  | 189 374   | 116                                  | (199 975)                                       | 175 051   | 4 539                    | 179 590      |
| Profit for the period   | -                | -                  | -                           | -                     | -                  | -  | -   | -                                    | 10 864  | 10 864  | 3 441                    | 14 305       |
| Other comprehensive income:   | -                | -                  | -                           | (90)                  | (2 611)            | 238  | (61)  | 77                                   | (16)  | (2 463)   | -                        | (2 463)      |
| Effective portion of changes in fair value of cash flow hedges  | -                | -                  | -                           | -                     | (4 577)            | -  | -   |                                      | -   | (4 577)   | -                        | (4 577)      |
| Net change in fair value of cash flow hedges reclassified to profit or loss for the period                    | -                | -                  | -                           | -                     | 1 353              | -  | -   |                                      | -   | 1 353   | -                        | 1 353        |
| Net change in fair value of available-for-sale financial assets   | -                | -                  | -                           | (90)                  | -                  | =  | -   |                                      | -   | (90)  | -                        | (90)         |
| Net change in fair value of available-for-sale financial assets reclassified to profit or loss for the period | -                | -                  | -                           | -                     | -                  | 238  | -   |                                      | -   | 238   | -                        | 238          |
| Foreign currency translation differences for foreign operations   | -                | -                  | -                           | -                     | -                  | -  | (61)  | 77                                   | (16)  | -   | -                        | -            |
| Income tax on other comprehensive income  | -                | -                  | -                           | -                     | 613                | -  |   |                                      | -   | 613   | -                        | 613          |
| Total comprehensive income for the period   | -                | -                  | -                           | (90)                  | (2 611)            | 238  | (61)  | 77                                   | 10 848  | 8 401   | 3 441                    | 11 842       |
| Coverage of previous years' losses  | -                | -                  | (5 119)                     | -                     | -                  | -  | -   |                                      | 5 119   | -   | -                        |              |
| Dividends paid  | -                | -                  | -                           | -                     | -                  | -  | -   |                                      | _   | -   | (3 714)                  | (3 714)      |
| Distribution of profit  | -                | -                  | -                           | -                     | -                  | -  | 9 835   | -                                    | (9 835)   | -   |                          |              |
| Changes in the Capital Group  | -                | -                  | -                           | -                     | -                  | -  | -   |                                      | _   |   | (157)                    | (157)        |
| As at 30 September 2012   | 185 447          | (20)               | 8 395                       | (5 878)               | (9 990)            | -  | 199 148   | 193                                  | (193 843)                                       | 183 452   | 4 109                    | 187 561      |

|   | Share<br>capital | Treasury<br>shares | Share<br>premium<br>reserve | Fair value<br>reserve | Hedging<br>reserve | Amounts recognised<br>directly in equity<br>relating to<br>assets of a disposal<br>group held for sale | Other reserve<br>capitals and<br>supplementary<br>capital | Foreign currency<br>translation<br>reserve | Retained<br>earnings and<br>uncovered<br>losses | Total equity<br>attributable to<br>owners of the<br>Company | Non-controlling interest | Total equity |
|---|------------------|--------------------|-----------------------------|-----------------------|--------------------|--|---|--|---|---|--------------------------|--------------|
| As at 1 January 2012  | 185 447          | (20)               | 13 514                      | (5 788)               | (7 379)            | (238)  | 189 374   | 116  | (199 975)                                       | 175 051   | 4 539                    | 179 590      |
| Profit for the period   | -                | -                  | -                           | -                     | -                  | -  | -   | -  | 8 602   | 8 602   | 4 277                    | 12 879       |
| Other comprehensive income:   | -                | -                  | -                           | 5 788                 | (7 158)            | 238  | (66)  | 62   | (15)  | (1 151)   | -                        | (1 151)      |
| Effective portion of changes in fair value of cash flow hedges  | -                | -                  | -                           | -                     | (10 519)           | -  | -   |  | -   | (10 519)  | -                        | (10 519)     |
| Net change in fair value of cash flow hedges reclassified to profit or loss for the period                    | -                | -                  | -                           | -                     | 1 682              | -  | -   |  | -   | 1 682   | -                        | 1 682        |
| Net change in fair value of available-for-sale financial assets reclassified to profit or loss for the period | -                | -                  | -                           | 5 788                 | -                  | 238  | -   |  | -   | 6 026   | -                        | 6 026        |
| Foreign currency translation differences for foreign operations   | -                | -                  | -                           | -                     | -                  | -  | (66)  | 62   | (15)  | (19)  | -                        | (19)         |
| Income tax on other comprehensive income  | -                | -                  | -                           | -                     | 1 679              | -  | -   |  | -   | 1 679   | -                        | 1 679        |
| Total comprehensive income for the period   | -                | -                  | -                           | 5 788                 | (7 158)            | 238  | (66)  | 62   | 8 587   | 7 451   | 4 277                    | 11 728       |
| Coverage of previous years' losses  | -                | -                  | (5 119)                     | -                     | -                  | -  | -   |  | 5 119   | -   | -                        | -            |
| Dividends paid  | -                | -                  | -                           | -                     | -                  | -  | -   |  |   | -   | (4 670)                  | (4 670)      |
| Distribution of profit  | -                | -                  | -                           | -                     | -                  | -  | 9 835   | -  | (9 835)   | -   | -                        | -            |
| Changes in the Capital Group  | -                | -                  | -                           | -                     | -                  | -  | -   |  | -   |   | (157)                    | (157)        |
| As at 31 December 2012  | 185 447          | (20)               | 8 395                       | -                     | (14 537)           |  | 199 143   | 178  | (196 104)                                       | 182 502   | 3 989                    | 186 491      |

| (unaudited)  | Share<br>capital | Treasury<br>shares | Share<br>premium<br>reserve | Fair value<br>reserve | Hedging<br>reserve | Amounts recognised<br>directly in equity<br>relating to<br>assets of a disposal<br>group held for sale | Other reserve<br>capitals and<br>supplementary<br>capital | Foreign currency translation reserve | Retained<br>earnings and<br>uncovered<br>losses | Total equity<br>attributable to<br>owners of the<br>Company | Non-controlling interest | Total equity |
|--|------------------|--------------------|-----------------------------|-----------------------|--------------------|--|---|--------------------------------------|---|---|--------------------------|--------------|
| As at 1 January 2013   | 185 447          | (20)               | 8 395                       | -                     | (14 537)           |  | 199 143   | 178                                  | (196 104)                                       | 182 502   | 3 989                    | 186 491      |
| Profit for the period  | -                | -                  |                             | -                     | -                  |  |   | -                                    | 48 240  | 48 240  | 2 810                    | 51 050       |
| Other comprehensive income:  | -                | -                  |                             | -                     | 3 982              |  | 27  | (62)                                 | -   | 3 947   | -                        | 3 947        |
| Effective portion of changes in fair value of cash flow hedges                             | -                | -                  | -                           | -                     | 2 459              |  |   |                                      | -   | 2 459   | -                        | 2 459        |
| Net change in fair value of cash flow hedges reclassified to profit or loss for the period | -                | -                  | -                           | -                     | 2 456              |  |   |                                      | -   | 2 456   | -                        | 2 456        |
| Foreign currency translation differences for foreign operations                            | -                | -                  | -                           | -                     | -                  |  | . 27  | (62)                                 | -   | (35)  | -                        | (35)         |
| Income tax on other comprehensive income   | -                | -                  | -                           | -                     | (933)              |  |   |                                      | -   | (933)   | -                        | (933)        |
| Total comprehensive income for the period  | -                | -                  |                             | -                     | 3 982              |  | 27  | (62)                                 | 48 240  | 52 187  | 2 810                    | 54 997       |
| Coverage of previous years' losses   |                  | -                  | (965)                       | -                     | -                  |  | (6 314)   |                                      | 7 279   | -   | -                        | -            |
| Dividends paid   | -                | -                  | -                           | -                     | -                  |  |   |                                      | -   | -   | (3 288)                  | (3 288)      |
| Distribution of profit   | -                | -                  | -                           | -                     | _                  |  | 10 218  |                                      | (10 218)  | -   | -                        | -            |
| As at 30 September 2013  | 185 447          | (20)               | 7 430                       |                       | (10 555)           |  | 203 074   | 116                                  | (150 803)                                       | 234 689   | 3 511                    | 238 200      |

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 1. Group overview

Stalexport Autostrady S.A. ("the Company", "Parent Entity") with its seat in Mysłowice, Piaskowa 20 Street, is a public listed company registered in the National Court Register under registration number KRS 16854.

The Company together with its subsidiaries constitutes Stalexport Autostrady S.A. Capital Group ("Group", "Capital Group").

The business activities of the Group include the following:

- construction of roads and railroads, in particular services related to managing, construction by adapting to the requirements of toll motorway and exploitation of the section of A-4 motorway Katowice-Kraków,
- management and business advisory,
- rental services.

As at 30 September 2013, beside the Company, the Group comprised of the following entities:

| Name of the entity                                   | Seat of the entity | Main activities                        | Status     | Ownership<br>interest<br>and voting<br>rights | Date of<br>obtaining<br>control/Date<br>of acquisition | Consolidation<br>method |
|--|--------------------|--|------------|---|--|-------------------------|
| Stalexport Autoroute S.a r.l.                        | Luxembourg         | Management activities                  | Subsidiary | 100%  | 2005   | Full consolidation      |
| Stalexport Autostrada<br>Małopolska S.A.             | Mysłowice          | Construction and operation of motorway | Subsidiary | 100%*   | 1998   | Full<br>consolidation   |
| VIA4 S.A.  | Mysłowice          | Motorway<br>operation                  | Subsidiary | 55%*  | 1998   | Full consolidation      |
| Stalexport Autostrada<br>Dolnośląska S.A.            | Katowice           | Construction and operation of motorway | Subsidiary | 100%  | 1997   | Full<br>consolidation   |
| Autostrada Mazowsze S.A. w<br>likwidacji             | Katowice           | Construction and operation of motorway | Associate  | 30%   | 2007   | Equity<br>method        |
| Biuro Centrum Sp. z o.o.                             | Katowice           | Real estate administration             | Associate  | 40.63%**                                      | 1994   | Equity<br>method        |
| Stalexport Wielkopolska<br>Sp. z o.o. w upadłości*** | Komorniki          | Non-operational                        | Subsidiary | 97.96%  | 1990   | -                       |
| Petrostal S.A. w likwidacji***                       | Warszawa           | Non-operational                        | Subsidiary | 100%  | 2005   | -                       |

<sup>\*</sup> through Stalexport Autoroute S.a r.l.;

The condensed consolidated interim financial statements as at the day and for the nine-month period ended 30 September 2013 comprise financial statements of the Company and its subsidiaries and also Group's share in net assets of associates.

The Capital Group is also included within the consolidated financial statements of the parent entity of the highest level Atlantia S.p.A. (Italy), a parent company to inter alia Autostrade per l'Italia S.p.A., a majority shareholder of the Company.

<sup>\*\*</sup> during the period from 5 December 2007 till 5 June 2012 Biuro Centrum Sp. z o.o. had a subsidiary status;

<sup>\*\*\*</sup> these entities are not subject to consolidation due to existing limitations regarding control exercise;

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 2. Basis for preparation of condensed consolidated interim financial statements

#### 2.1. Statement of compliance

The condensed consolidated interim financial statements have been prepared in accordance with the International Accounting Standard 34 *Interim Financial Reporting* as adopted by the European Union and other regulations in force.

Condensed consolidated interim financial statements do not include all the information required for yearly financial statements and therefore should be analysed together with the Group's consolidated financial statements as at the day and for the year ended 31 December 2012.

The condensed consolidated interim financial statements were approved by the Management Board of the Company on 8 November 2013.

#### 2.2. Basis for valuation

The condensed consolidated interim financial statements have been prepared on the historical cost basis, except for the following:

- derivative financial instruments measured at fair value;
- available-for-sale financial assets measured at fair value;
- financial assets measured at fair value through profit or loss.

#### 2.3. Functional and presentation currency

The condensed consolidated interim financial statements are presented in Polish zloty, being the functional currency and presentation currency of the Group, rounded to full thousands.

#### 2.4. Use of estimates and judgments

The preparation of condensed interim financial statements requires that the Management Board makes judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, equity and liabilities, income and expenses with respect to the Group. The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances and the results of which form a basis for professional judgment on carrying values of assets and liabilities that are not readily apparent from other sources. The actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions of accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments and estimates made by the Management Board, which have significant impact on condensed consolidated interim financial statements, have been disclosed in notes 14, 15, 16 and 19.

### 3. Going concern

The condensed consolidated interim financial statements have been prepared under the assumption that the Group will continue to operate as a going concern for the foreseeable future.

These condensed consolidated interim financial statements are unaudited

Notes to the condensed consolidated interim financial statements (all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 4. Information concerning the Concession Agreement

The activities of the Group include primarily business related to the management, construction by transformation to toll motorway and operation of the section Katowice – Kraków of A-4 motorway, performed mainly by the Company's subsidiary Stalexport Autostrada Małopolska S.A. ("Concession Holder", "SAM S.A."). These activities are regulated by the concession agreement ("Concession Agreement").

The subject of the Concession Agreement is completion of construction of the A-4 motorway (by transformation to the toll motorway) on the section from Katowice (junction Murckowska, km 340.2) to Krakow (junction Balice I, km 401.1) and its subsequent operation as well as conducting and completion of the remaining construction works as specified in the Concession Agreement.

The Concession Agreement has been concluded for a time equal to the term of the concession i.e. 30 years ending in March 2027.

As specified in the Concession Agreement, toll revenues constitute the principal source of income from the execution of the project.

Throughout the term of the Concession Agreement, the Concession Holder shall have the right to use and receive profits from the road strip of the motorway. The right includes among other things the right to demolish and remove the existing buildings, facilities, equipment, trees and plants, subject to any relevant legal provisions.

In return the Concession Holder is responsible for the operation and maintenance of the toll motorway until the termination or expiry of the Concession Agreement, which determines detailed range of the Concession Holder's obligations, and is obliged to perform precisely specified construction works.

As determined by the Concession Agreement, after fulfilment of conditions therein defined, the Concession Holder will be obliged to make concession payments to the National Road Fund constituting so-called subordinate debt (obligation due to loan received by State Treasury from the European Bank for Reconstruction and Development for the purpose of financing the construction of A-4 Toll Motorway Katowice-Kraków taken over by the Concession Holder).

So far completed Phase I included the construction of toll collection system, implementation of maintenance centre in Brzęczkowice and construction of a communication and motorway traffic management system, including an emergency communication system. Further investment phases (Phase II) in progress or to be carried out include, among others, renovations of bridges, development of junctions, construction of rest areas and works related to environmental protection measures (constructions of noise screens, motorway drainage system, passes for animals).

At the conclusion of the Concession Agreement the right to use and receive profits from all buildings, structures and facilities constructed by the Concession Holder will be transferred to the State Treasury.

According to provisions of the Concession Agreement between SAM S.A. and the Minister of Transport, Construction and Maritime Economy and also of the Project Loan Agreement between SAM S.A. and consortium of following banks: PEKAO S.A., DEPFA BANK PLC, KfW, FM Bank PBP S.A. and Portigon AG (London Branch), the possibility of dividend payment by SAM S.A. to its shareholder(s) depends, among others, on completion of specified construction phases, achieving minimum level of debt service ratios, and assuring the sufficient coverage of reserve accounts.

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 5. Description of significant accounting principles

Apart from changes described below, the accounting policies applied by the Group in these condensed consolidated interim financial statements are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2012.

#### Changes in accounting principles during the reporting period

#### Fair value measurement

IFRS 13 Fair value measurement (effective for annual periods commencing on 1 January 2013 or later) establishes a single framework for measuring fair value and making disclosures about fair value measurements, when such measurements are required or permitted by other IFRS. In particular, it unifies the definition of fair value as the price at which and orderly transaction to sell an assets or to transfer a liability would take place between market participants at the measurement date.

This standard replaces and expands the disclosure requirements about fair value measurements in other IFRSs, including IFRS 7 *Financial instruments: Disclosures*. As some of these disclosures have become mandatory for interim financial statements, the Group has included appropriate disclosures within note 17 of these condensed consolidated interim financial statements.

The implementation of IFRS 13 provisions had no impact on the measurements of the Group's assets and liabilities.

#### Presentation of items of other comprehensive income

As a result of the amendments to IAS 1 *Presentation of Financial Statements* effective since 1 January 2013, the Group updated the presentation within the condensed consolidated interim statement of comprehensive income by separating items of other comprehensive income that would be reclassified to profit or loss for the period from those that would never be. Aforementioned changes have been applied for both current and comparative reporting periods.

#### 6. Segment reporting

The Group presents its activity in business segments, which are based on the Group's management and internal reporting structure.

The Group operates in one geographical segment – entire revenue is earned in Poland.

#### **Business segments**

Business segments include:

- management, advisory and rental services,
- management and operation of motorways.

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

# **Business segments results**

For the three and nine-month periods ended 30 September 2013

|  | Management,<br>rental s | •        | Management a | •        | Tot      | al       |
|--|-------------------------|----------|--------------|----------|----------|----------|
|  | 3 months                | 9 months | 3 months     | 9 months | 3 months | 9 months |
| Operating revenues   |                         |          |              |          |          |          |
| Revenue from external customers  | 840                     | 2 513    | 58 946       | 151 348  | 59 786   | 153 861  |
| Total revenue  | 840                     | 2 513    | 58 946       | 151 348  | 59 786   | 153 861  |
| Operating expenses   |                         |          |              |          |          |          |
| Cost of sales to external customers                                      | (866)                   | (2 437)  | (9 117)      | (44 269) | (9 983)  | (46 706) |
| Total cost of sales  | (866)                   | (2 437)  | (9 117)      | (44 269) | (9 983)  | (46 706) |
| Other income   | 64                      | 460      | 1 829        | 3 243    | 1 893    | 3 703    |
| Other expenses   | (28)                    | (40)     | (31)         | (92)     | (59)     | (132)    |
| Administrative expenses (*)  | (910)                   | (3 318)  | (5 464)      | (16 470) | (6 374)  | (19 788) |
| Results from operating activities  | (900)                   | (2 822)  | 46 163       | 93 760   | 45 263   | 90 938   |
| Net finance income/(expense)   | 761                     | 368      | (8 538)      | (27 758) | (7 777)  | (27 390) |
| Share of profit/(loss) of equity accounted investees (net of income tax) | 17                      | 46       | (2)          | (16)     | 15       | 30       |
| Income tax expense   | -                       | (14)     | (7 089)      | (12 514) | (7 089)  | (12 528) |
| Profit/(Loss) for the period   | (122)                   | (2 422)  | 30 534       | 53 472   | 30 412   | 51 050   |
| Other comprehensive income, net of income tax                            | (64)                    | (35)     | 630          | 3 982    | 566      | 3 947    |
| Total comprehensive income for the period                                | (186)                   | (2 457)  | 31 164       | 57 454   | 30 978   | 54 997   |
|  |                         |          |              |          |          |          |
| Major non-cash items   |                         |          |              |          |          |          |
| Depreciation and amortisation  | (164)                   | (500)    | (10 068)     | (29 446) | (10 232) | (29 946) |
| Reversal/(recognition) of other provisions and allowances                | 62                      | 60       | 1 027        | 963      | 1 089    | 1 023    |
| Reversal/(recognition) of allowances for receivables                     | (13)                    | 144      | 1            | 10       | (12)     | 154      |
| Unwinding of discount  | -                       | -        | (6 205)      | (20 845) | (6 205)  | (20 845) |
| Revaluation of investments   | (14)                    | (1 591)  | -            | -        | (14)     | (1 591)  |

<sup>(\*)</sup> Administrative expenses in "Management, advisory and rental services" segment comprise all administrative expenses of the Company.

These condensed consolidated interim financial statements are unaudited

Notes to the condensed consolidated interim financial statements

(all amounts in PLN thousand (TPLN), unless stated otherwise)

# For the three and nine-month periods ended 30 September 2012

|  | Management,<br>rental s | •             | Management a     | •               | Tot             | al       |
|--|-------------------------|---------------|------------------|-----------------|-----------------|----------|
|  | 3 months                | 9 months      | 3 months         | 9 months        | 3 months        | 9 months |
| Operating revenues   |                         |               |                  |                 |                 |          |
| Revenue from external customers  | 874                     | 5 220         | 52 086           | 134 397         | 52 960          | 139 617  |
| Total revenue  | 874                     | 5 220         | 52 086           | 134 397         | 52 960          | 139 617  |
| Operating expenses   |                         |               |                  |                 |                 |          |
| Cost of sales to external customers                                      | (766)                   | (4 419)       | (18 593)         | (65 770)        | (19 359)        | (70 189) |
| Total cost of sales  | (766)                   | (4 419)       | (18 593)         | (65 770)        | (19 359)        | (70 189) |
| Other income   | 3                       | 23            | 1 026            | 2 425           | 1 029           | 2 448    |
| Other expenses   | (14)                    | (56)          | (65)             | (181)           | (79)            | (237)    |
| Administrative expenses (*)  | (1 249)                 | (5 658)       | (5 480)          | (15 372)        | (6 729)         | (21 030) |
| Results from operating activities  | (1 152)                 | (4 890)       | 28 974           | 55 499          | 27 822          | 50 609   |
| Net finance income/(expense)   | 876                     | 4 132         | (12 266)         | (36 285)        | (11 390)        | (32 153) |
| Share of profit/(loss) of equity accounted investees (net of income tax) | 17                      | (162)         | -                | -               | 17              | (162)    |
| Income tax expense   | (36)                    | (108)         | (2 610)          | (3 881)         | (2 646)         | (3 989)  |
| Profit/(Loss) for the period   | (295)                   | (1 028)       | 14 098           | 15 333          | 13 803          | 14 305   |
| Other comprehensive income, net of income tax                            | (125)                   | 148           | (2 033)          | (2 611)         | (2 158)         | (2 463)  |
| Total comprehensive income for the period                                | (420)                   | (880)         | 12 065           | 12 722          | 11 645          | 11 842   |
| Major non-cash items   |                         |               |                  |                 |                 |          |
| Depreciation and amortisation  | (186)                   | (554)         | (9 458)          | (29 794)        | (9 644)         | (30 348) |
| Reversal/(recognition) of other provisions                               | _                       | (2)           | (34)             | (97)            | (34)            | (99)     |
| and allowances   |                         | , ,           |                  | , ,             |                 |          |
| Reversal/(recognition) of allowances for receivables                     | 2                       | (6)           | 1                | 1               | 3               | (5)      |
| Unwinding of discount  | -                       | -             | (9 333)          | (28 317)        | (9 333)         | (28 317) |
| Revaluation of investments   | 252                     | 370           |                  | -               | 252             | 370      |
| (*) Administrative expenses in "Management, advisory and                 | rental services" seg    | ment comprise | e all administra | tive expenses o | of the Company. |          |

<sup>( )</sup> Administrative expenses in Management, advisory and rental services ( segment comprise an administrative expenses of the CO

# Financial position according to business segments as at

|  | 30 September 2013 | 30 June 2013 | 31 December 2012 | 30 September 2012 |
|--|-------------------|--------------|------------------|-------------------|
| Management, advisory and rental services |                   |              |                  |                   |
| Assets of the segment                    | 130 348           | 131 555      | 138 122          | 139 765           |
| Liabilities of the segment               | 12 815            | 16 341       | 22 472           | 25 366            |
| Management and operation of motorways    |                   |              | -                |                   |
| Assets of the segment                    | 1 125 791         | 1 125 582    | 1 157 574        | 1 150 213         |
| Liabilities of the segment               | 1 005 124         | 1 033 574    | 1 086 733        | 1 077 051         |
|  |                   |              |                  |                   |
| Total assets                             | 1 256 139         | 1 257 137    | 1 295 696        | 1 289 978         |
| Total liabilities                        | 1 017 939         | 1 049 915    | 1 109 205        | 1 102 417         |
|  |                   |              |                  |                   |

# 7. Periodicity and seasonality of the business

Group's activity is not significantly influenced by periodicity and seasonality issues.

These condensed consolidated interim financial statements are unaudited

 $Notes\ to\ the\ condensed\ consolidated\ interim\ financial\ statements$ 

(all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 8. Changes in the Capital Group's structure

On 11 April 2013 the Ordinary General Meeting of Autostrada Mazowsze S.A. decided to liquidate the company. The above event had no impact on the valuation of Autostrada Mazowsze S.A. shares held by the Group at the end of the reporting date.

The sale of 33.75% share in Biuro Centrum Sp. z o.o., resulted in a change of the aforementioned entity's status in Group's consolidated financial statements from a subsidiary to an associate from 5 June 2012 onwards.

#### 9. Expenses by nature

Depreciation and amortisation
Energy and materials consumption
Accrual of provision for motorway resurfacing recognised within cost of sales (external services)
Other external services
Taxes and charges
Personnel expenses, including:
- wages and salaries
- compulsory social security contributions and other benefits
Other costs
Total expenses by nature
Change in inventories, deferred income and cost in relation to operating activity
Cost of sales and administrative expenses

| 30 Septemb | er 2013  | 30 September 2012 |          |  |
|------------|----------|-------------------|----------|--|
| 3 months   | 9 months | 3 months          | 9 months |  |
| (40,000)   | (22.245) | (0.511)           | (22.242) |  |
| (10 232)   | (29 946) | (9 644)           | (30 348) |  |
| (451)      | (4 006)  | (488)             | (4 543)  |  |
| 4 548      | (3 374)  | (6 203)           | (26 051) |  |
| (4 365)    | (11 369) | (3 946)           | (11 666) |  |
| (237)      | (829)    | (252)             | (776)    |  |
| (4 734)    | (14 832) | (4 613)           | (15 723) |  |
| (3 929)    | (12 174) | (3 994)           | (13 142) |  |
| (805)      | (2 658)  | (619)             | (2 581)  |  |
| (712)      | (2 097)  | (1 093)           | (2 508)  |  |
| (16 183)   | (66 453) | (26 239)          | (91 615) |  |
| (174)      | (41)     | 151               | 396      |  |
| (16 357)   | (66 494) | (26 088)          | (91 219) |  |

#### 10. Other income

Rental income from passenger service sites
Reversal of allowances for receivables
Recorded surpluses of current and non-current
assets
Compensations, contractual penalties and costs of
court proceedings received
Interest from receivables
Reversal of other provisions and allowances
Net gain on disposal of property, plant and equipment
and intangible assets
Other

| 30 Septem | ber 2013 | 30 September 2012 |          |  |
|-----------|----------|-------------------|----------|--|
| 3 months  | 9 months | 3 months          | 9 months |  |
|           |          |                   |          |  |
| 607       | 1 865    | 604               | 1 812    |  |
| -         | 154      | 3                 | -        |  |
| 19        | 41       | 12                | 30       |  |
| 63        | 93       | 16                | 69       |  |
| -         | 214      | 1                 | 1        |  |
| 1 089     | 1 023    | 1                 | 2        |  |
| -         | 17       | 327               | 330      |  |
| 115       | 296      | 65                | 204      |  |
| 1 893     | 3 703    | 1 029             | 2 448    |  |

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

# 11. Other expenses

|   | 3 1110 |
|---|--------|
| Allowances for receivables                            |        |
| Donations granted                                     |        |
| Repair of damages                                     |        |
| Penalties, compensations, payments                    |        |
| Other provisions and allowances                       |        |
| Loss on disposal of property, plant and equipment and |        |
| intangible assets                                     |        |
| Unrecoverable input VAT                               |        |
| Other   |        |
|   |        |

| 30 Septem | ber 2013 | 30 September 2012 |          |  |
|-----------|----------|-------------------|----------|--|
| 3 months  | 9 months | 3 months          | 9 months |  |
|           |          |                   |          |  |
| (12)      | -        | -                 | (5)      |  |
| -         | (16)     | (6)               | (30)     |  |
| (12)      | (36)     | (21)              | (28)     |  |
| (15)      | (35)     | (2)               | (17)     |  |
| -         | -        | (35)              | (101)    |  |
|           |          |                   |          |  |
| (6)       | -        | -                 | -        |  |
| (12)      | (39)     | (14)              | (42)     |  |
|           |          |                   |          |  |
| (2)       | (6)      | (1)               | (14)     |  |
| (59)      | (132)    | (79)              | (237)    |  |

These condensed consolidated interim financial statements are unaudited

**Notes to the condensed consolidated interim financial statements** (all amounts in PLN thousand (TPLN), unless stated otherwise)

### 12. Net finance expense

|  | 30 Septemb | er 2013  | 30 September 2012 |          |  |
|--|------------|----------|-------------------|----------|--|
|  | 3 months   | 9 months | 3 months          | 9 months |  |
| Recognised in profit or loss for the period  |            |          |                   |          |  |
| Dividends  | _          | 1        | 112               | 248      |  |
| Interest income, including:  | 3 662      | 12 240   | 4 898             | 14 233   |  |
| - bank accounts and deposits   | 3 662      | 12 240   | 4 898             | 14 223   |  |
| - loans granted  | -          | -        | . 050             | 10       |  |
| Profit on sale of investments  | _          | _        | _                 | 214      |  |
| Revaluation of investments   | _          | _        | 252               | 370      |  |
| Other finance income, including:   | 133        | 266      | 194               | 1 303    |  |
| - net foreign exchange gain  | 133        | 266      | 194               | 170      |  |
|  | 155        | 200      | 154               | 170      |  |
| - profit on investments in asset management funds (financial assets                            | -          | -        | -                 | 1 133    |  |
| measured at fair value through profit or loss)  Finance income                                 | 3 795      | 12 507   | 5 456             | 16 368   |  |
| rillance income  | 3 733      | 12 307   | 3 430             | 10 308   |  |
| Interest expense on liabilities measured at amortised cost,                                    |            |          |                   |          |  |
| including:   | (6 680)    | (21 172) | (8 487)           | (25 451) |  |
| - loans and borrowings, including:   | (4 183)    | (13 598) | (5 832)           | (17 448) |  |
| - nominal  | (3 358)    | (11 182) | (4 926)           | (14 648) |  |
| - other  | (825)      | (2 416)  | (906)             | (2 800)  |  |
| - discount of concession payments  | (2 356)    | (6 972)  | (2 231)           | (6 600)  |  |
| - other  | (141)      | (602)    | (424)             | (1 403)  |  |
| Discount of provisions   | (3 849)    | (13 873) | (7 102)           | (21 717) |  |
| Revaluation of investments   | (14)       | (15675)  | (7 102)           | (21 /1/) |  |
| Other finance expenses, including:   | (1 029)    | (3 261)  | (1 257)           | (1 353)  |  |
| - loss on investments in asset management funds (financial assets                              | (1 023)    | (3 201)  | (1237)            | (1 333)  |  |
| measured at fair value through profit or loss)   | -          | (803)    | (774)             | -        |  |
| - loss on derivatives  | (1 027)    | (2 456)  | (483)             | (1 353)  |  |
| - other  | (2)        | (2 430)  | (403)             | (1 333)  |  |
| Finance expenses   | (11 572)   | (39 897) | (16 846)          | (48 521) |  |
| Timunee expenses   | (11372)    | (33 637) | (10040)           | (40 321) |  |
| Net finance expense recognised in profit or loss for the period                                | (7 777)    | (27 390) | (11 390)          | (32 153) |  |
|  |            |          |                   |          |  |
| Recognised in other comprehensive income   |            |          |                   |          |  |
| Foreign currency translation differences for foreign operations                                | (64)       | (35)     | (125)             | -        |  |
| Effective portion of changes in fair value of cash flow hedges (*)                             | (250)      | 2 459    | (2 994)           | (4 577)  |  |
| Net change in fair value of cash flow hedges reclassified to profit or loss for the period (*) | 1 027      | 2 456    | 483               | 1 353    |  |
| Net change in fair value of available-for-sale financial assets                                |            |          | _                 | 238      |  |
| reclassified to profit or loss for the period  |            |          | _                 |          |  |
| Net change in fair value of available-for-sale financial assets                                | -          | -        | -                 | (90)     |  |
| Finance income/(expense) recognised in other comprehensive income                              | 713        | 4 880    | (2 636)           | (3 076)  |  |

(\*) The Group hedges cash flows resulting from payments of interest related to Project Loan Agreement between SAM S.A. and Banks' Consortium. For cash flow being hedged a cash flow hedge accounting is applied. Derivatives are used as hedging instruments (interest rate swap). For further information see Group's consolidated financial statements for the year 2012 - notes 31.3 and 32.3.

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Notes to the condensed consolidated interim financial statements

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# 13. Property, plant and equipment

|  | Buildings and constructions | Plant and equipment | Vehicles | Other   | Under<br>construction | Total    |
|--|-----------------------------|---------------------|----------|---------|-----------------------|----------|
| Cost as at 1 January 2012                                      | 19 494                      | 13 380              | 15 215   | 4 121   | 568                   | 52 778   |
| Acquisitions   | 12                          | 287                 | 791      | 102     | 940                   | 2 132    |
| Transfer from property, plant and equipment under              |                             | 310                 | 1 294    | _       | (753)                 | 851      |
| construction   | -                           | 310                 | 1 2 9 4  |         | (733)                 |          |
| Disposals  | -                           | (424)               | (2 436)  | (91)    | -                     | (2 951)  |
| Reclassifications  |                             | (183)               | 183      | 3       | -                     | 3        |
| Cost as at 30 September 2012                                   | 19 506                      | 13 370              | 15 047   | 4 135   | 755                   | 52 813   |
|  |                             |                     |          |         |                       |          |
| Cost as at 1 January 2013                                      | 19 535                      | 13 402              | 13 783   | 4 090   | 1 388                 | 52 198   |
| Acquisitions   | 102                         | 126                 | 528      | 68      | 1 766                 | 2 590    |
| Transfer from property, plant and equipment under construction | 499                         | 252                 | 181      | -       | (932)                 | -        |
| Disposals  | -                           | (48)                | (727)    | (57)    | -                     | (832)    |
| Reclassifications  | (1 142)                     | (1 126)             | -        | -       | -                     | (2 268)  |
| Cost as at 30 September 2013                                   | 18 994                      | 12 606              | 13 765   | 4 101   | 2 222                 | 51 688   |
| Depreciation and impairment losses as at 1 January 2012        | (8 785)                     | (12 060)            | (8 034)  | (2 881) | -                     | (31 760) |
| Depreciation for the period                                    | (713)                       | (301)               | (753)    | (175)   | -                     | (1 942)  |
| Disposals  | -                           | 424                 | 2 436    | 83      | -                     | 2 943    |
| Reclassifications  |                             | 133                 | (133)    | (3)     | -                     | (3)      |
| Depreciation and impairment losses as at 30 September 2012     | (9 498)                     | (11 804)            | (6 484)  | (2 976) | -                     | (30 762) |
|  |                             |                     |          |         |                       |          |
| Depreciation and impairment losses as at 1 January 2013        | (9 749)                     | (11 910)            | (5 287)  | (2 978) | -                     | (29 924) |
| Depreciation for the period                                    | (733)                       | (381)               | (926)    | (162)   | -                     | (2 202)  |
| Disposals  | -                           | 40                  | 602      | 57      | -                     | 699      |
| Reclassifications  | 849                         | 1 025               | -        | -       | -                     | 1 874    |
| Depreciation and impairment losses as at 30 September 2013     | (9 633)                     | (11 226)            | (5 611)  | (3 083) | -                     | (29 553) |
| Carrying amounts   |                             |                     |          |         |                       |          |
| At 1 January 2012  | 10 709                      | 1 320               | 7 181    | 1 240   | 568                   | 21 018   |
| At 30 September 2012   | 10 008                      | 1 566               | 8 563    | 1 159   | 755                   | 22 051   |
| At 1 January 2013  | 9 786                       | 1 492               | 8 496    | 1 112   | 1 388                 | 22 274   |
| At 30 September 2013   | 9 361                       | 1 380               | 8 154    | 1 018   | 2 222                 | 22 135   |

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#### **Impairment losses**

As at 30 September 2013 there were no indicators that would require the Group to test property, plant and equipment for impairment.

#### 14. Intangible assets

|  | Concession intangible assets | Other<br>concessions,<br>licences, software<br>and other | Other intangible assets | Total     |
|--|------------------------------|--|-------------------------|-----------|
| Cost as at 1 January 2012                                  | 996 331                      | 1 521  | 970                     | 998 822   |
| Acquisitions   | 19 058                       | 128  | -                       | 19 186    |
| Revaluation of concession intangible assets                | (70 781)                     |  | _                       | (70 781)  |
| Cost as at 30 September 2012                               | 944 608                      | 1 649  | 970                     | 947 227   |
|  |                              |  |                         |           |
| Cost as at 1 January 2013                                  | 964 876                      | 1 628  | 970                     | 967 474   |
| Acquisitions   | _                            | 17   | -                       | 17        |
| Revaluation of concession intangible assets                | (41 138)                     | -  | -                       | (41 138)  |
| Cost as at 30 September 2013                               | 923 738                      | 1 645  | 970                     | 926 353   |
|  |                              |  |                         |           |
| Amortisation and impairment losses as at 1 January 2012    | (211 706)                    | (554)  | (970)                   | (213 230) |
| Amortisation for the period                                | (27 960)                     | (133)  | _                       | (28 093)  |
| Reversal of impairment loss                                | -                            | 2  | _                       | 2         |
| Amortisation and impairment losses as at 30 September 2012 | (239 666)                    | (685)  | (970)                   | (241 321) |
|  |                              |  |                         |           |
| Amortisation and impairment losses as at 1 January 2013    | (248 427)                    | (696)  | (970)                   | (250 093) |
| Amortisation for the period                                | (27 279)                     | (132)  | _                       | (27 411)  |
| Reversal of impairment loss                                | ` - ´                        | 1  | -                       | 1         |
| Amortisation and impairment losses                         | (275 705)                    | (007)  | (070)                   | (277 502) |
| as at 30 September 2013                                    | (275 706)                    | (827)  | (970)                   | (277 503) |
| Carrying amounts   |                              |  |                         |           |
| At 1 January 2012  | 784 625                      | 967  | -                       | 785 592   |
| At 30 September 2012                                       | 704 942                      | 964  | -                       | 705 906   |
| At 1 January 2013  | 716 449                      | 932  | -                       | 717 381   |
| At 30 September 2013                                       | 648 032                      | 818  | -                       | 648 850   |
|  |                              |  |                         |           |

During the current period the Group revalued concession intangible assets recognized in relation to estimated costs of Phase II:

- (i) due to changes of discount rates used for valuation of provision for capital expenditures of Phase II (see note 19), which resulted in their decrease by TPLN 4,544 (however an increase of TPLN 538 was observed in III quarter); and
- (ii) due to changes of estimates regarding construction works schedule and capital expenditures, which according to the Concession Agreement are to be executed by the Group before the end of the concession period (see note 19), resulting in the decrease of concession intangible assets by TPLN 36,594 (out of which by TPLN 4,607 in III quarter).

On 3 January 2012 SAM S.A. signed the Annex no 6 to the Concession Agreement. According to the provisions of the annex, operation and maintenance of Murckowska junction has been delegated to the General Directorate for National Roads and Motorways ("GDDKiA") in return for one-off payment made by SAM S.A. in the gross amount of TPLN 23,441 (TPLN 19,058 net). As a consequence of the above the Group recognized an

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intangible asset in the amount of TPLN 19,058, which is amortized in line with the accounting policy applicable to the concession intangible assets.

The amortization charge on concession intangible assets is recognized in cost of sales. The amortization charge on other intangible assets is recognized in administrative expenses.

The annual amortization rate calculated based on estimated traffic increase during the concession period in relation to present net value of intangible asset at the beginning of the quarterly period equalled 5.20% in III quarter 2013 (III quarter 2012: 4.94%). According to current amortization schedule, based on updated estimates of traffic increase, the proportion of annual amortization costs to the carrying value of intangible asset as at 30 September 2013 will range from 5.79% to 8.72% during the concession period.

As at 30 September 2013 there were no indicators, which would require the Group to test concession intangible assets for impairment. As at 30 September 2013, the Group recognized impairment related to other intangible assets of TPLN 5 (31 December 2012: TPLN 6, 30 September 2012: TPLN 7, 1 January 2012: TPLN 8).

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#### 15. Deferred tax

Deferred tax assets have not been identified in full amount of excess of negative temporary differences and tax losses over positive temporary differences, due to uncertainty of utilization of tax losses and some of temporary differences.

|   |              | Ass       | ets         |              |              | Liabi     | lities      |              |              | N       | et          |              |
|---|--------------|-----------|-------------|--------------|--------------|-----------|-------------|--------------|--------------|---------|-------------|--------------|
|   | 30 September | 30 June   | 31 December | 30 September | 30 September | 30 June   | 31 December | 30 September | 30 September | 30 June | 31 December | 30 September |
|   | 2013         | 2013      | 2012        | 2012         | 2013         | 2013      | 2012        | 2012         | 2013         | 2013    | 2012        | 2012         |
| Deferred tax assets/liabilities   | 227 522      | 232 887   | 243 740     | 238 157      | (122 289)    | (125 383) | (136 325)   | (133 296)    | 105 233      | 107 504 | 107 415     | 104 861      |
| Set off of tax  | (122 279)    | (125 375) | (136 272)   | (133 252)    | 122 279      | 125 375   | 136 272     | 133 252      | -            | -       | -           | -            |
| Net deferred tax assets/liabilities as in statement of financial position | 105 243      | 107 512   | 107 468     | 104 905      | (10)         | (8)       | (53)        | (44)         | 105 233      | 107 504 | 107 415     | 104 861      |
|   |              |           |             |              |              |           |             |              |              |         |             |              |

Changes of deferred tax assets / liabilities for three and nine-month periods ended 30 September 2013 and 30 September 2012 were following:

| Change of deferred tax on temporary<br>differences recognised in |  |  |  |
|--|--|--|--|
| profit or loss<br>for the period                                 | other<br>comprehensive<br>income   |  |  |
|  |  |  |  |
| (2 124)  | (147)  |  |  |
| (1 249)  | (933)  |  |  |
|  |  |  |  |
| 1 427  | 478  |  |  |
| 7 187  | 613  |  |  |
|  | differences reco<br>profit or loss<br>for the period<br>(2 124)<br>(1 249) |  |  |

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#### 16. Allowances for current receivables

Trade and other receivables are presented net of allowances for doubtful debts amounting to TPLN 112,845 (30 June 2013: TPLN 113,077, 31 December 2012: TPLN 113,280, 30 September 2012: TPLN 113,277).

Change in allowances for bad debt was as follows:

|   | 3 quarters 2013               | 3 quarters 2012      |
|---|-------------------------------|----------------------|
| Allowances for bad debts as at 1 January                    | (113 280)                     | (113 408)            |
| Allowances recognised                                       | (57)                          | (17)                 |
| Allowances reversed   | 211                           | 12                   |
| Allowances utilised   | 287                           | 140                  |
| Reclassifications   | (6)                           | (4)                  |
| Allowances for bad debts as at 30 September                 | (112 845)                     | (113 277)            |
|   |                               |                      |
|   |                               |                      |
|   | III quarter 2013              | III quarter 2012     |
| Allowances for bad debts as at 1 July                       | III quarter 2013<br>(113 077) | •                    |
| Allowances for bad debts as at 1 July Allowances recognised | •                             | •                    |
| •   | (113 077)                     | (113 276)            |
| Allowances recognised                                       | (113 077)<br>(18)             | <b>(113 276)</b> (2) |
| Allowances recognised Allowances reversed                   | (113 077)<br>(18)<br>6        | <b>(113 276)</b> (2) |

As a result of the decision of the Supreme Administrative Court dated 29 March 2011 the Group recognized in 2011 an allowance in the amount of TPLN 6,894, which concerns amounts receivable due to VAT paid as the result of incorrect, according to the Group, decision of tax authorities that determined the excess of input VAT over output VAT for the period of August 2004. On 23 July 2012 the Group, acting within its legal rights, issued a complaint regarding non-compliance with regulations in force of a legally binding sentence of the Supreme Administrative Court. On 28 February 2013 the Supreme Administrative Court dismissed the aforementioned complaint.

The allowances for doubtful debts within trade receivables were recognized due to expected difficulties in collection of amounts due from some customers. The allowances for other receivables concern mainly receivables deriving from activities discontinued in previous periods, resulting from loan guarantees granted to entities which were not able to settle their liabilities and VAT receivables mentioned above.

According to the Group, the collection of receivables which have not been subject to allowances is not doubtful.

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#### 17. Financial instruments

#### 17.1. Fair value

#### 17.1.1. Fair value of financial instruments

The following are details of the fair value of the financial instruments for which it is practicable to estimate such value:

- Cash and cash equivalents, current bank deposits and current bank loans. The carrying amounts of
  instruments listed above approximate fair value because of quick maturity of these instruments.
- *Trade receivables, other receivables, trade payables.* The carrying amounts of instruments listed above approximate fair value because of short term nature of these instruments.
- Interest bearing loans and borrowings. The carrying amount of instruments listed above approximate fair value due to the variable nature of the related market-based interest rates.
- Available-for-sale financial assets. Include shares disclosed at their fair value based on their market value
  at the balance sheet date (without consideration of transaction costs). Shares of companies which are not
  listed on financial markets, and for which there are no alternative measures to define their fair value, are
  disclosed at cost net of any impairment losses.
- *Investments in assets management funds*. The carrying amount equals their fair value based on market quotations.

For concession payments it is not possible to assess their fair value due to the lack of active market for similar financial instruments.

#### 17.1.2. Hierarchy of financial instruments carried at fair value

Financial instruments carried at fair value can be classified according to the following valuation methods:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities,
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices),
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For the valuation of available-for-sale financial assets measured at fair value in the amount of TPLN 271 as at 30 September 2013 (30 June 2013: TPLN 271, 31 December 2012: TPLN 1,447, 30 September 2012: TPLN 1,356) and investments in asset management funds measured at fair value in the amount of TPLN 1 as at 30 September 2013 (30 June 2013: TPLN 1, 31 December 2012: TPLN 22,684, 30 September 2012: TPLN 59,369), level 1 method was used.

For the valuation of derivatives carried at fair value in the amount of TPLN 13,031 as at 30 September 2013 (30 June 2013: 14,846, 31 December 2012: TPLN 18,357, 30 September 2012: 12,146), level 2 method was used.

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#### 18. Equity

#### 18.1. Share capital

Number of shares at the beginning of the period
Number of shares at the end of the period (fully paid)
Nominal value of shares (PLN)

Nominal value of A-series issue
Nominal value of B-series issue
Nominal value of D-series issue
Nominal value of E-series issue

Nominal value of F-series issue Nominal value of G-series issue

| 30 September 2013 | 30 June 2013 | 31 December 2012 | 30 September 2012 |
|-------------------|--------------|------------------|-------------------|
| 247 262 023       | 247 262 023  | 247 262 023      | 247 262 023       |
| 247 262 023       | 247 262 023  | 247 262 023      | 247 262 023       |
| 0.75              | 0.75         | 0.75             | 0.75              |
|                   |              |                  |                   |
| 6 256             | 6 256        | 6 256            | 6 256             |
| 370               | 370          | 370              | 370               |
| 3 000             | 3 000        | 3 000            | 3 000             |
| 71 196            | 71 196       | 71 196           | 71 196            |
| 37 500            | 37 500       | 37 500           | 37 500            |
| 67 125            | 67 125       | 67 125           | 67 125            |
| 185 447           | 185 447      | 185 447          | 185 447           |

#### 18.2. Hedging reserve

Hedging reserve balance is the result of valuation of derivatives meeting the requirements of cash flow hedge accounting. Recognized as effective changes to fair value of cash flow hedging instruments, amounted to TPLN 2,459 in the period of 3 quarters 2013, out of which TPLN -250 in III quarter (3 quarters 2012: TPLN -4,577, III quarter 2012: TPLN -2,994).

As the consequence of hedged interest payments made in the period of 3 quarters 2013, the Group reclassified the corresponding net change in fair value of cash flow hedges of TPLN -2,456, out of which TPLN -1,027 in III quarter (3 quarters 2012: TPLN -1,353, III quarter 2012: TPLN -483) to finance expense. The amount of aforementioned effective changes was adjusted by change in deferred tax recognized in other comprehensive income in amount of TPLN -467, out of which TPLN 466 was attributable to portion of changes reclassified to finance expense (3 quarters 2012: TPLN 870 and TPLN 257 respectively).

#### 18.3. Fair value reserve

All profits and losses from valuation of available-for-sale financial assets (apart from impairment losses and exchange rate changes), for which it is possible to define their fair value based on regulatory market, or in any other reliable way, are attributed to this item of equity.

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# 19. Provisions

For nine-month periods ended 30 September 2013 and 30 September 2012

| Non-current provisions       | Provisions for motorway resurfacing | Provisions for<br>capital<br>expenditures<br>(Phase II) | Other<br>provisions | Total    |
|------------------------------|-------------------------------------|---|---------------------|----------|
| Balance at 1 January 2012    | 50 930                              | 476 216   | _                   | 527 146  |
| Additions, including:        | 18 780                              | 16 105  | -                   | 34 885   |
| - due to discounting         | 2 104                               | 16 105  | -                   | 18 209   |
| Change of estimates          | 1 243                               | (58 615)  | -                   | (57 372) |
| Reclassifications            | -                                   | (8 871)   | -                   | (8 871)  |
| Balance at 30 September 2012 | 70 953                              | 424 835   | -                   | 495 788  |
|                              |                                     |   |                     |          |
| Balance at 1 January 2013    | 86 608                              | 438 723   | -                   | 525 331  |
| Additions, including:        | 20 096                              | 10 413  | -                   | 30 509   |
| - due to discounting         | 2 170                               | 10 413  | -                   | 12 583   |
| Change of estimates          | (14 738)                            | 13 855  | -                   | (883)    |
| Reclassifications            | (22 456)                            | (46 064)  | -                   | (68 520) |
| Balance at 30 September 2013 | 69 510                              | 416 927   | -                   | 486 437  |
| Current provisions           |                                     |   |                     |          |
| Balance at 1 January 2012    | -                                   | 95 267  | 1 647               | 96 914   |
| Additions, including:        | 102                                 | 3 405   | 101                 | 3 608    |
| - due to discounting         | 102                                 | 3 405   | -                   | 3 507    |
| Change of estimates          | 8 132                               | (12 166)  | -                   | (4 034)  |
| Utilisation                  | -                                   | (21 064)  | -                   | (21 064) |
| Reclassifications            | -                                   | 8 871   | -                   | 8 871    |
| Balance at 30 September 2012 | 8 234                               | 74 313  | 1 748               | 84 295   |
|                              |                                     |   |                     |          |
| Balance at 1 January 2013    | -                                   | 50 225  | 1 817               | 52 042   |
| Additions, including:        | 57                                  | 1 233   | 67                  | 1 357    |
| - due to discounting         | 57                                  | 1 233   | -                   | 1 290    |
| Change of estimates          | 185                                 | (54 993)  | -                   | (54 808) |
| Utilisation                  | (175)                               | (17 260)  | (28)                | (17 463) |
| Reversal                     | -                                   | -   | (1 089)             | (1 089)  |
| Reclassifications            | 22 456                              | 46 064  | -                   | 68 520   |
| Balance at 30 September 2013 | 22 523                              | 25 269  | 767                 | 48 559   |

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#### For three-month periods ended 30 September 2013 and 30 September 2012

| Non-current provisions       | Provisions for motorway resurfacing | Provisions for<br>capital<br>expenditures<br>(Phase II) | Other<br>provisions | Total    |
|------------------------------|-------------------------------------|---|---------------------|----------|
| Balance at 1 July 2012       | 63 844                              | 416 835   | -                   | 480 679  |
| Additions, including:        | 6 779                               | 5 155   | -                   | 11 934   |
| - due to discounting         | 789                                 | 5 155   | -                   | 5 944    |
| Change of estimates          | 330                                 | (8 322)   | -                   | (7 992)  |
| Reclassifications            |                                     | 11 167  | -                   | 11 167   |
| Balance at 30 September 2012 | 70 953                              | 424 835   | -                   | 495 788  |
|                              |                                     |   |                     |          |
| Balance at 1 July 2013       | 87 877                              | 409 736   | -                   | 497 613  |
| Additions, including:        | 6 545                               | 2 883   | -                   | 9 428    |
| - due to discounting         | 618                                 | 2 883   | -                   | 3 501    |
| Change of estimates          | (10 455)                            | 18 416  | -                   | 7 961    |
| Reclassifications            | (14 457)                            | (14 108)  | -                   | (28 565) |
| Balance at 30 September 2013 | 69 510                              | 416 927   | -                   | 486 437  |
| Current provisions           |                                     |   |                     |          |
| Balance at 1 July 2012       | 8 249                               | 85 295  | 1 714               | 95 258   |
| Additions, including:        | 102                                 | 1 055   | 34                  | 1 191    |
| - due to discounting         | 102                                 | 1 055   | -                   | 1 157    |
| Change of estimates          | (117)                               | 6 678   | -                   | 6 561    |
| Utilisation                  | -                                   | (7 548)   | -                   | (7 548)  |
| Reclassifications            | -                                   | (11 167)  | -                   | (11 167) |
| Balance at 30 September 2012 | 8 234                               | 74 313  | 1 748               | 84 295   |
|                              |                                     |   |                     |          |
| Balance at 1 July 2013       | 8 084                               | 41 267  | 1 864               | 51 215   |
| Additions, including:        | 57                                  | 291   | -                   | 348      |
| - due to discounting         | 57                                  | 291   | -                   | 348      |
| Change of estimates          | (20)                                | (22 485)  | -                   | (22 505) |
| Utilisation                  | (55)                                | (7 912)   | (8)                 | (7 975)  |
| Reversal                     | -                                   | -   | (1 089)             | (1 089)  |
| Reclassifications            | 14 457                              | 14 108  | -                   | 28 565   |
| Balance at 30 September 2013 | 22 523                              | 25 269  | 767                 | 48 559   |

Provision for capital expenditures is recognized in the present value of future construction costs to be incurred in relation to section Katowice-Kraków of A4 motorway (Phase II), due to obligations undertaken by Concession Holder under the Concession Agreement (see note 4).

As at 30 September 2013 the Group changed estimates regarding discount rates used for calculation of the present value of provisions for resurfacing and provision for capital expenditures of Phase II (in both cases as at 31 December 2012 the rates ranged from 2.84% to 3.97%, currently from 2.84% to 4.68%). As result of those changes the provision for resurfacing decreased by TPLN 2,163 (out of which by TPLN 103 in III quarter), which in line with IAS 37 was recognized as a decrease of operating expenses for the period. At the same time the provision for capital expenditures (Phase II) decreased by TPLN 4,544 (however an increase of TPLN 538 was observed in III quarter), which was recognized as a decrease of concession intangible assets.

As at 30 September 2013 the Group also remeasured the provision for resurfacing and provision for capital expenditures of Phase II following the change of estimates regarding expected expenditures and future construction works schedule. As result of that changes the provision for resurfacing decreased by TPLN 12,390 (out of which by TPLN 10,372 in III quarter), which in line with IAS 37 was recognised as a decrease of operating expenses for the period. At the same time the provision for capital expenditures (Phase II) decreased by TPLN 36,594 (out of which by TPLN 4,607 in III quarter), which was recognized as an decrease of concession intangible assets.

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Other provisions as at 30 September 2013 constitutes mainly a provision recognized based on the sentence of the District Court in Katowice dated 18 December 2009 responding to claim lodged by CTL Maczki Bór Sp. z o.o. for compensation for the use of certain lots of land in the motorway lane without valid agreement. The court awarded to CTL Maczki Bór Sp. z o.o. the amount of TPLN 40 plus interest from Stalexport Autostrady S.A. and TPLN 996 plus interest from Stalexport Autostrada Małopolska S.A. Abovementioned interest were also subject to a provision. On 25 January 2010 both Stalexport Autostrady S.A. and Stalexport Autostrada Małopolska S.A. submitted appeals against the abovementioned sentence to the Appeal Court in Katowice. On 14 October 2013 the Appeal Court changed the sentence subject to the appeal awarding to CTL Maczki Bór Sp. z o.o. i) jointly and severely from State Treasury and Stalexport Autostrady S.A. the amount of TPLN 6 plus interest, ii) jointly and severely from State Treasury and Stalexport Autostrada Małopolska S.A. the amount of TPLN 412 plus interest. In line with IAS 10 provisions, the Company reflected aforementioned event in the condensed consolidated interim financial statements for the 9-month period ended 30 September 2013, as the result of which the profit for the period increased by TPLN 920.

#### 20. Contingent liabilities

Contingent liabilities amounting to TPLN 17,242 (30 June 2013: TPLN 17,283, 31 December 2012: TPLN 15,574, 30 September 2012: TPLN 15,902) relate to guarantees granted to related entities.

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# 21. Transactions with related parties

### 21.1. Intragroup receivables and liabilities

| Receivables | Trade payables                           | Guarantees and suspended amounts            |
|-------------|--|---|
| -           | 17                                       | -   |
| -           | 17                                       |   |
| 39          | 6  | -   |
| 39          | 6  | -   |
| -           | 180                                      | 6 495                                       |
| 6           | 1 633                                    | 1 860                                       |
| 1           | -  | 71  |
| 7           | 1 813                                    | 8 426                                       |
| 46          | 1 836                                    | 8 426                                       |
|             | -<br>-<br>39<br><b>39</b><br>-<br>6<br>1 | - 17 - 17 39 6 39 6 - 180 6 1633 1 - 7 1813 |

| 30 June 2013                            | Receivables | Trade payables | Guarantees and<br>suspended amounts |
|---|-------------|----------------|-------------------------------------|
| Atlantia S.p.A.                         | -           | 17             | -                                   |
| Parent entities                         | -           | 17             | -                                   |
| Autostrada Mazowsze S.A. w likwidacji   | 2           | -              | -                                   |
| Biuro Centrum Sp. z o.o.                | 39          | 2              | -                                   |
| Associates                              | 41          | 2              | -                                   |
| Pavimental S.p.A. S.A. Oddział w Polsce | -           | -              | 6 695                               |
| Pavimental Polska Sp. z o.o.            | 14          | 798            | 1 215                               |
| Other related entities                  | 14          | 798            | 7 910                               |
| Total                                   | 55          | 817            | 7 910                               |

| 31 December 2012                        | Receivables | Trade payables | Guarantees and suspended amounts |
|---|-------------|----------------|----------------------------------|
| Atlantia S.p.A.                         | -           | 17             | -                                |
| Parent entities                         | -           | 17             | -                                |
| Autostrada Mazowsze S.A.                | 2           | -              | -                                |
| Biuro Centrum Sp. z o.o.                | 21          | 110            | -                                |
| Associates                              | 23          | 110            | -                                |
| Pavimental S.p.A. S.A. Oddział w Polsce | -           | -              | 13 119                           |
| Pavimental Polska Sp. z o.o.            | 21          | 5 137          | 1 430                            |
| Spea Ingegneria Europea S.p.A.          | -           | 86             | -                                |
| Other related entities                  | 21          | 5 223          | 14 549                           |
| Total                                   | 44          | 5 350          | 14 549                           |

| 30 September 2012                       | Receivables | Trade payables | Guarantees and<br>suspended amounts |
|---|-------------|----------------|-------------------------------------|
| Atlantia S.p.A.                         | -           | 16             | -                                   |
| Parent entities                         | -           | 16             | -                                   |
| Autostrada Mazowsze S.A.                | 3           | -              | -                                   |
| Biuro Centrum Sp. z o.o.                | 15          | -              | -                                   |
| Associates                              | 18          | -              | -                                   |
| Pavimental S.p.A. S.A. Oddział w Polsce | -           | 4 400          | 13 434                              |
| Pavimental Polska Sp. z o.o.            | 20          | 2 942          | 337                                 |
| Spea Ingegneria Europea S.p.A.          | -           | 123            | -                                   |
| Other related entities                  | 20          | 7 465          | 13 771                              |
| Total                                   | 38          | 7 481          | 13 771                              |

These condensed consolidated interim financial statements are unaudited

Notes to the condensed consolidated interim financial statements

(all amounts in PLN thousand (TPLN), unless stated otherwise)

# 21.2. Transactions with related parties

#### III quarter 2013

Autostrada Mazowsze S.A. w likwidacji Biuro Centrum Sp. z o.o.

#### **Associates**

Pavimental S.p.A. S.A. Oddział w Polsce Pavimental Polska Sp. z o.o. Autogrill Polska Sp. z o.o. Autostrade Tech S.p.A. **Other related entities** 

|--|

| III quarter 2012                        |
|---|
| Autostrada Mazowsze S.A.                |
| Biuro Centrum Sp. z o.o.                |
| Associates                              |
| Pavimental S.p.A. S.A. Oddział w Polsce |
| Pavimental Polska Sp. z o.o.            |
| Autogrill Polska Sp. z o.o.             |
| Spea Ingegneria Europea S.p.A.          |
| Other related entities                  |
| Total                                   |

#### 3 quarters 2013

Autostrada Mazowsze S.A. w likwidacji Biuro Centrum Sp. z o.o.

### Associates

Pavimental S.p.A. S.A. Oddział w Polsce Pavimental Polska Sp. z o.o. Autogrill Polska Sp. z o.o. Autostrade Tech S.p.A. Other related entities

Total

3 guarters 2012

| sce |
|-----|
|     |
|     |
|     |
|     |
|     |
|     |

| Revenue | Other income | Finance income | Cost of acquired goods and services | Capital expenditures and resurfacing works |
|---------|--------------|----------------|-------------------------------------|--|
| 8       | -            | -              | -                                   | -  |
| 64      | -            | -              | (715)                               | -  |
| 72      | -            | -              | (715)                               | -  |
| -       | -            | -              | -                                   | (147)                                      |
| 32      | 3            | -              | (59)                                | (6 650)                                    |
| 14      | -            | -              | -                                   | -  |
| -       | 1            | -              | -                                   | (709)                                      |
| 46      | 4            | -              | (59)                                | (7 506)                                    |
| 118     | 4            | -              | (774)                               | (7 506)                                    |

| Revenue | Other income | Finance income | Cost of acquired goods and services | Capital expenditures and resurfacing works |
|---------|--------------|----------------|-------------------------------------|--|
| 9       | -            | -              | -                                   | -  |
| 74      | -            | -              | (653)                               | -  |
| 83      | -            | -              | (653)                               | -  |
| -       | -            | -              | -                                   | (3 895)                                    |
| 31      | 12           | -              | (343)                               | (2 230)                                    |
| 14      | -            | -              | -                                   | -  |
| -       | -            | -              | -                                   | (124)                                      |
| 45      | 12           | -              | (343)                               | (6 249)                                    |
| 128     | 12           | -              | (996)                               | (6 249)                                    |

| Revenue | Other income | Finance income | Cost of acquired goods and services | Capital expenditures and resurfacing works |
|---------|--------------|----------------|-------------------------------------|--|
| 28      | -            | -              | -                                   | -  |
| 197     | -            | -              | (2 094)                             | -  |
| 225     |              | -              | (2 094)                             | -  |
| -       | -            | -              | -                                   | (4 449)                                    |
| 77      | 14           | -              | (65)                                | (10 565)                                   |
| 41      | -            | -              | -                                   | -  |
| -       | 1            | -              | -                                   | (709)                                      |
| 118     | 15           | -              | (65)                                | (15 723)                                   |
| 343     | 15           | -              | (2 159)                             | (15 723)                                   |

| Revenue | Other income | Finance income | Cost of acquired goods and services | Capital expenditures<br>and resurfacing works |
|---------|--------------|----------------|-------------------------------------|---|
| 32      | -            | 10             | -                                   | -   |
| 96      | -            | -              | (917)                               | -   |
| 128     | -            | 10             | (917)                               | -   |
| -       | -            | -              | -                                   | (15 221)                                      |
| 76      | 34           | -              | (344)                               | (2 230)                                       |
| 41      | -            | -              | -                                   | -   |
| -       | -            | -              | -                                   | (153)   |
| 117     | 34           | -              | (344)                               | (17 604)                                      |
| 245     | 34           | 10             | (1 261)                             | (17 604)                                      |

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Notes to the condensed consolidated interim financial statements (all amounts in PLN thousand (TPLN), unless stated otherwise)

#### 22. Financial results of the Capital Group and its Parent Entity for the III quarter 2013

#### 22.1. Financial results of Stalexport Autostrady S.A.

In III quarter 2013 the Company generated revenue on sales amounting to TPLN 888, i.e. 4.2% lower than in comparable quarterly period of 2012 and 9.8% lower than in II quarter 2013. The decrease of revenue in comparison to II quarter 2013 results mainly from the fact that the Company charges VIA4 S.A. on semi-annual basis for performance guarantee issued in relation to execution of motorway operation contract – the decrease of revenue in relation to III quarter 2012 was mainly a consequence of lower revenue from rental of office and conferential space.

The Company suffered a loss from operating activities for III quarter 2013 of TPLN 836 – for similar period of 2012 a loss amounting to TPLN 1,078 was incurred. Cumulative operating loss for 3 quarters 2013 amounted to TPLN 2,430 (3 quarters 2012: loss of TPLN 4,641). The abovementioned positive variation is mainly the consequence of significant decrease of staff costs due to restructuration process introduced by the end of II quarter 2012.

The financial activity of Stalexport Autostrady S.A. generated a profit of TPLN 3,173 for III quarter 2013. Interest on bank deposits (TPLN 849) and dividends received from a subsidiary (TPLN 2,400) constituted the main items of financial income, while interest resulting from guarantees given for Huta Ostrowiec to the State Treasury amounting to TPLN 138 was the most significant item of financial expenses.

As the consequence of all the above Stalexport Autostrady S.A. generated a net profit for the period of III quarter 2013 amounting to TPLN 2,337 (3 quarters 2013: net profit of TPLN 1,944), comparing to TPLN 1,634 net profit for III quarter 2012 (3 quarters 2012: net profit of TPLN 3,599).

#### 22.2. Financial results of motorway business

The motorway activity, consisting mainly of exploitation, toll collecting and execution of motorway investments on section Katowice – Kraków of A4 motorway and also participation in tender proceedings, has the biggest impact on Group's financial results. The activity is performed mainly by four related entities: Stalexport Autostrada Małopolska S.A., VIA4 S.A., Stalexport Autostrada Dolnośląska S.A. and Autostrada Mazowsze S.A. w likwidacji. SAM S.A. organizes and supervises motorway investments and has the right to receive profits from the motorway, while VIA4 S.A is responsible for motorway operation and on behalf of SAM S.A. collects tolls for vehicle passage. At the moment Stalexport Autostrada Dolnośląska S.A. is financing (as a lessor) the capital expenditures incurred by VIA4 S.A.

Consolidated revenue on sales generated by motorway activity for III quarter 2013 amounted to TPLN 58,946, increasing by 13.2% in relation to revenue for III quarter 2012 (TPLN 52,086) and by 18.8% in relation to revenue for II quarter 2013 (TPLN 49,607).

The aforementioned variation in relation to III quarter 2012 was mainly the consequence of 12.2% increase of traffic level, resulting from 12.5% increase of traffic level for heavy vehicles and 12.1% increase of traffic level for light vehicles.

The variation in relation to II quarter 2013 was mainly the consequence of 18.3% increase of traffic level, which comprised of 10.7% increase of traffic level for heavy vehicles and 19.8% increase of traffic level for light vehicles.

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Operating expenses incurred in relation to motorway activity amounted to TPLN 14,612 for III quarter 2013, decreasing by 39% in relation to III quarter 2012 (TPLN 24,138), mainly as the result of change of estimates regarding provision for motorway resurfacing recorded in III quarter 2013 (decrease by TPLN 10,475 – see note 19).

The financial activity of motorway segment for III quarter 2013 resulted in a loss amounting to TPLN 8,538, comparing to a loss of TPLN 12,266 for III quarter 2012. This positive variation was mainly the consequence of lower expenses due to unwinding of the discount related to provisions and also lower finance expenses incurred in relation to Project Loan Agreement.

As the consequence of all the above, the Group's motorway activity generated a net profit of TPLN 30,534 for III quarter 2013 (3 quarters 2013: profit of TPLN 53,472), comparing to net profit of TPLN 14,098 for III quarter 2012 (3 quarters 2012: profit of TPLN 15,333).

#### 22.3. Information on construction contracts involving Stalexport Autostrada Małopolska S.A.

In December 2009 SAM S.A. selected a contractor in the tender for the completion of Contract F2b-1-2009 "Repairs of 22 bridges", granting it to the of Pavimental S.p.A. and Pavimental Polska Sp. z o.o. The contract was executed according to the agreed schedule with the construction works completed in 2012. Total value of the contract amounted to TPLN 115,340. The financial progress (value of construction works invoiced) amounted to TPLN 115,340 (100% of the contract value) as at 30 September 2013, out of which TPLN 4,449 concerned works invoiced in 2013.

On 15 June 2012 SAM S.A. signed a contract with SBL- ŻELBET Sp. z o.o. for the construction of noise screen no. 32 near the city of Jaworzno for the total amount of TPLN 2,131. The contract was completed in principle in December 2012. The final value of construction works approved by the Independent Engineer amounted to TPLN 2,100 – in January 2013 works taking-over certificate has been issued.

On 8 May 2012 SAM S.A. and Pavimental Polska Sp. z o.o. signed a contract "Enlargement of Brzęczkowice Toll Plaza" for the total amount of TPLN 12,141. Construction works, which resulted in extension of Toll Plaza Brzęczkowice by additional toll collection lines, were completed in principle in December 2012. The financial progress of the project (value of construction works invoiced) amounted to 100% of the contract value as at 30 September 2013, out of which TPLN 1,591 concerned works invoiced in 2013.

On 15 November 2012 SAM S.A. and Pavimental Polska Sp. z o.o. signed a contract "Enlargement of Balice Toll Plaza" for the total amount of TPLN 8,395. The execution of the contract, which shall result in extension of the Toll Plaza Balice by additional toll collection lines, was planned for the period from November 2012 to September 2013. As at 30 September 2013 the financial progress of the project (value of construction works invoiced) amounted to TPLN 8,395 (100% of the contract value).

On 14 September 2012 SAM S.A. and Autostrade Tech S.p.A. signed a contract WUPO 2012 Tolling Equipment Replacement. The contract net amount (without consideration of contract value changes due to enlargement of toll plazas and other potential change orders) should be between TPLN 15,397 and TPLN 15,862, depending on the functionality and interoperability of electronic toll collection system, which introduction is a part of WUPO contract, with the National Electronic Tolling System, which embraces public roads network under GDDKiA management (so called interoperability options). The decision regarding interoperability options will be made by SAM S.A. at the design stage of the contract. As at 30 September 2013 the mobilization phase was completed with the design phase still in progress. The financial progress of the project (value of works invoiced) amounted to TPLN 709 (4.5% of the contract value).

On 15 May 2013 SAM S.A. signed contract F2b-5-2013 "Construction of noise screens 11, 14 and 19" with SBL-ZELBET Sp. z o.o. amounting to TPLN 2,905. The contract involves the construction of three noise screens along

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the A4 motorway with a total length of 1.6 km and is to be executed using "Design and Build" formula. The construction works are expected to be finalized by December 2013. In August 2013, after completion of mobilization an design phases, the execution phase commenced. As at 30 September 2013 the financial progress of the project (value of works invoiced) amounted to TPLN 481 (16.6% of the contract value).

On 26 July 2013 SAM S.A. and consortium of Pavimental S.p.A. and Pavimental Polska Sp. z o.o. signed a contract F2b-4-2013 "Reconstruction of A-4 motorway drainage for Silesian voivodeship section – part I" for the total amount of TPLN 19,803. The contract includes reconstruction of drainage for eleven catchments in Silesian voivodeship. In August 2013 the contractor commenced the mobilization phase.

# 23. Important other events within the Stalexport Autostrady S.A. Capital Group during the period from 1 July to 30 September 2013

In III quarter 2013 VIA4 S.A. paid the last instalment of 2012 dividend in the amount of TPLN 4,303, out of which TPLN 1,938 was paid to non-controlling interest.

# 24. Shareholders holding directly or indirectly via their subsidiaries at least 5% of total number of votes at the Annual General Meeting of the Parent Entity at quarterly report's date

List of Shareholders holding more than 5% of total number of votes eligible for Annual General Meeting of Stalexport Autostrady S.A.:

| Shareholder                    | Number of ordinary shares held | Share in share capital (%) | Number of votes at AGM | Share in total number of votes at AGM (%) |
|--------------------------------|--------------------------------|----------------------------|------------------------|---|
| Autostrade per l'Italia S.p.A. | 149,923,463                    | 60.63%                     | 149,923,463            | 60.63%                                    |
| ALTUS TFI S.A.                 | 12,679,263                     | 5.13%                      | 12,679,263             | 5.13%                                     |

#### 25. Parent Entity's shares held by managing and supervising personnel at quarterly report's date

The President of the Management Board of the Parent Entity Emil Wąsacz held 59,000 shares at report's issue date. There were no changes in the number of Parent Entity's shares held by managing and supervising personnel since the previous report's issue date.

#### 26. Subsequent events

Apart from the sentence of the Appeal Court in Katowice dated 14 October 2013 described in note 19, there were no significant subsequent events, which should be disclosed in the condensed consolidated interim financial statements for the 9-month period ended 30 September 2013.

#### Explanation

This document constitutes a translation of the condensed consolidated interim financial statements of Stalexport Autostrady S.A. Capital Group, which were originally issued in Polish. In case of ambiguities in interpretation of terminology, the original Polish terminology should be treated as binding.