STALEXPORT AUTOSTRADY S.A. CAPITAL GROUP

CONSOLIDATED FINANCIAL STATEMENTS

as at the day and for the year ended 31 December 2013

Mysłowice, 5 March 2014

Contents

Consolidated statement of comprehensive income
for the year ended 31 December

In thousands of PLN, unless stated otherwise	***Note***	***2013***	***2012***
Revenue	6	206 499	185 507
Cost of sales	6, 8	(65 921)	(90 447)
Gross profit		**140 578**	**95 060**
Other income	9	5 376	3 333
Administrative expenses	8	(30 396)	(31 995)
Other expenses	10	(356)	(339)
Results from operating activities		**115 202**	**66 059**
Finance income		15 786	21 542
Finance expenses		(51 605)	(69 297)
Net finance expense	11	**(35 819)**	**(47 755)**
Share of profit/(loss) of equity accounted investees (net of income tax)		**60**	**(160)**
Profit before income tax		**79 443**	**18 144**
Income tax expense	12	(17 008)	(5 265)
Profit for the period		**62 435**	**12 879**
Other comprehensive income			
Items that will never be reclassified to profit or loss for the period			
Remeasurement of emloyee benefits	26	(265)	-
Income tax on other comprehensive income		31	-
		(234)	**-**
Items that are or may be reclassified subsequently to profit or loss for the period			
Foreign currency translation differences for foreign operations		26	(19)
Effective portion of changes in fair value of cash flow hedges	22.3	1 141	(10 519)
Net change in fair value of cash flow hedges reclassified to profit or loss for the period	22.3	3 704	1 682
Net change in fair value of available-for-sale financial assets reclassified to profit or loss for the period	22.2	-	6 026
Income tax on other comprehensive income		(920)	1 679
		3 951	**(1 151)**
Other comprehensive income for the period, net of income tax		**3 717**	**(1 151)**
Total comprehensive income for the period		**66 152**	**11 728**
Profit attributable to:			
Owners of the Company		58 572	8 602
Non-controlling interest		3 863	4 277
Profit for the period		**62 435**	**12 879**
Total comprehensive income attributable to:			
Owners of the Company		62 289	7 451
Non-controlling interest		3 863	4 277
Total comprehensive income for the period		**66 152**	**11 728**
Earnings per share	23		
Basic earnings per share (PLN)		0.24	0.03
Diluted earnings per share (PLN)		0.24	0.03

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

Consolidated statement of financial position
as at

In thousands of PLN	**Note**	**31 December 2013**	**31 December 2012**
ASSETS			
Non-current assets			
Property, plant and equipment	13	25 280	22 274
Intangible assets	14	608 861	717 381
Investment property	15	4 406	4 461
Investments in associates	16	692	610
Other non-current investments	17	320 024	264 409
Deferred tax assets	18	104 355	107 468
Total non-current assets		**1 063 618**	**1 116 603**
Current assets			
Inventories		2 346	2 073
Current investments	17	1 789	26 086
Trade and other receivables	20	10 057	9 432
Cash and cash equivalents	21	169 535	141 502
Total current assets		**183 727**	**179 093**
Total assets		**1 247 345**	**1 295 696**

The consolidated statement of financial position should be analyzed together with notes, which constitute integral part of the consolidated financial statements

Consolidated statement of financial position (continued)
as at

In thousands of PLN	***Note***	***31 December 2013***	***31 December 2012***
EQUITY AND LIABILITIES			
Equity	22		
Share capital	22.1	185 447	185 447
Treasury shares		(20)	(20)
Share premium reserve		7 430	8 395
Hedging reserve	22.3	(10 612)	(14 537)
Other reserve capitals and supplementary capital		203 060	199 143
Foreign currency translation reserve		191	178
Retained earnings and uncovered losses		(140 705)	(196 104)
Total equity attributable to owners of the Company		**244 791**	**182 502**
Non-controlling interest		3 719	3 989
Total equity		**248 510**	**186 491**
Liabilities			
Non-current liabilities			
Loans and borrowings	24	218 651	244 081
Finance lease liabilities	25	17	68
Employee benefits	26	1 823	555
Deferred income	28	10 181	11 013
Other non-current liabilities	27	184 026	181 621
Provisions	29	456 061	525 331
Deferred tax liabilities	18	4	53
Total non-current liabilities		**870 763**	**962 722**
Current liabilities			
Loans and borrowings	24	28 655	29 888
Finance lease liabilities	25	44	166
Derivative financial instruments	31.2, 32.3	14 351	18 357
Income tax liabilities	19	3 152	4 411
Trade and other payables	30	24 273	35 976
Employee benefits	26	246	216
Deferred income	28	5 589	5 427
Provisions	29	51 762	52 042
Total current liabilities		**128 072**	**146 483**
Total liabilities		**998 835**	**1 109 205**
Total equity and liabilities		**1 247 345**	**1 295 696**

The consolidated statement of financial position should be analyzed together with notes, which constitute integral part of the consolidated financial statements

Consolidated statement of cash flows
for the year ended 31 December

In thousands of PLN	*Note*	*2013*	*2012*
Cash flows from operating activities			
Profit before income tax		**79 443**	**18 144**
Adjustments for			
Depreciation and amortisation	8	40 562	40 000
Reversal of impairment on property, plant and equipment and intangible assets		(2)	(2)
Foreign currency translation differences for foreign operations		26	(19)
Loss on investment activity		2 467	3 623
Gain on sale of intangible assets and property, plant and equipment		(195)	(485)
Interest and dividends		6 087	4 770
Share in profit/(loss) of associated entities		(60)	160
Change in receivables		(625)	3 900
Change in inventories		(273)	440
Change in trade and other payables		(794)	(10 762)
Change in provisions		24 278	61 124
Change in deferred income		(670)	2 846
Proceeds related to collateral requested by creditors		-	400
Cash generated from operating activities		**150 244**	**124 139**
Income tax paid		(16 123)	(10 659)
Net cash from operating activities		**134 121**	**113 480**

Consolidated statement of cash flows (continued)
for the year ended 31 December

In thousands of PLN	*Note*	*2013*	*2012*
Cash flows from investing activities			
Investment proceeds		**45 543**	**59 582**
Sale of intangible assets and property, plant and equipment		361	520
Dividends received		1	310
Interest received		16 351	19 168
Repayment of loans granted		-	600
Sale of financial assets	17.2	28 830	38 984
Investment expenditures		**(100 061)**	**(120 600)**
Acquisition of intangible assets and property, plant and equipment		(36 425)	(93 679)
Non-current deposits held for investment expenditures		(56 615)	(26 427)
Net cash expense due to loss control over a subsidiary		-	(320)
Acquisition of financial assets		(7 021)	(174)
Net cash used in investing activities		**(54 518)**	**(61 018)**
Cash flows from financing activities			
Financial expenditures		**(51 570)**	**(52 649)**
Dividends paid		(4 133)	(4 670)
Repayment of loans and borrowings	24	(28 115)	(26 019)
Interest paid		(19 149)	(21 715)
Repayment of finance lease liabilities		(173)	(245)
Net cash used in financing activities		**(51 570)**	**(52 649)**
Total net cash flows		**28 033**	**(187)**
Net change in cash and cash equivalents		**28 033**	**(187)**
Cash and cash equivalents at 1 January		**141 502**	**141 689**
Cash and cash equivalents at 31 December, including:	21	**169 535**	**141 502**
Restricted cash and cash equivalents		257	222

The consolidated statement of cash flows should be analyzed together with notes, which constitute integral part of the consolidated financial statements

Consolidated statement of changes in equity

In thousands of PLN

	Note	Share capital	Treasury shares	Share premium reserve	Fair value reserve	Hedging reserve	Amounts recognised directly in equity relating to assets of a disposal group held for sale	Other reserve capitals and supplementary capital	Foreign currency translation reserve	Retained earnings and uncovered losses	Total equity attributable to owners of the 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	22.3	-	-	-	-	(10 519)	-	-	-	-	**(10 519)**	-	**(10 519)**
Net change in fair value of cash flow hedges reclassified to profit or loss for the period	22.3	-	-	-	-	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	22.2	-	-	-	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**

	Note	Share capital	Treasury shares	Share premium reserve	Fair value reserve	Hedging reserve	Amounts recognised directly in equity relating to assets of a disposal group held for sale	Other reserve capitals and supplementary capital	Foreign currency translation reserve	Retained earnings and uncovered losses	Total equity attributable to owners of the 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		-	-	-	-	-	-	-	-	***58 572***	***58 572***	***3 863***	***62 435***
Other comprehensive income:		-	-	-	-	***3 925***	-	***13***	***13***	***(234)***	***3 717***	-	***3 717***
Effective portion of changes in fair value of cash flow hedges	22.3	-	-	-	-	1 141	-	-	-	-	**1 141**	-	**1 141**
Net change in fair value of cash flow hedges reclassified to profit or loss for the period	22.3	-	-	-	-	3 704	-	-	-	-	**3 704**	-	**3 704**
Remeasurement of emloyee benefits	26	-	-	-	-	-	-	-	-	(265)	**(265)**	-	**(265)**
Foreign currency translation differences for foreign operations		-	-	-	-	-	-	13	13	-	**26**	-	**26**
Income tax on other comprehensive income		-	-	-	-	(920)	-	-	-	31	**(889)**	-	**(889)**
Total comprehensive income for the period		-	-	-	-	***3 925***	-	***13***	***13***	***58 338***	***62 289***	***3 863***	***66 152***
Coverage of previous years' losses		-	-	(965)	-	-	-	(6 314)	-	7 279	-	-	-
Dividends paid		-	-	-	-	-	-	-	-	-	-	(4 133)	**(4 133)**
Distribution of profit		-	-	-	-	-	-	10 218	-	(10 218)	-	-	-
As at 31 December 2013		**185 447**	**(20)**	**7 430**	**-**	**(10 612)**	**-**	**203 060**	**191**	**(140 705)**	**244 791**	**3 719**	**248 510**

The consolidated statement of changes in equity should be analyzed together with notes, which constitute integral part of the consolidated financial statements

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

1. Group overview

Stalexport Autostrady S.A. ("the Company") 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 31 December 2013, beside the Company, the Group comprised of the following entities:

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

* through Stalexport Autoroute S.a r.l.;
** during the period from 5 December 2007 till 5 June 2012 Biuro Centrum Sp. z o.o. had a subsidiary status;
*** these entities are not subject to consolidation due to existing limitations regarding control exercise;

The consolidated financial statements as at the day and for the year ended 31 December 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.

On 11 April 2013 the Ordinary General Meeting of Autostrada Mazowsze S.A. decided to liquidate the company.

On 28 November 2013 the management boards of the Company and its subsidiary Stalexport Autostrada Dolnośląska S.A. ("SAD S.A.") adopted the plan of a business combination of these two entities. The business combination will be carried out in accordance with art. 492 § 1.1, art. 515 § 1 and art. 516 § 6 of the Polish Commercial Companies Code, i.e. by means of transfer of all assets of SAD S.A. to the Company without the increase of the Company's share capital. Considering that IFRS EU do not contain any specific regulations for this type of transaction, it will be carried out and recognized in accordance with art. 44a § 2 and art. 44c of Polish Accounting Act, i.e. by means of "pooling of interest method".

2. Basis of preparation of the consolidated financial statements

2.1. Statement of compliance

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards as adopted by the European Union ("IFRS EU") and other regulations in force.

The consolidated financial statements were approved by the Management Board of the Company on 5 March 2014.

IFRS EU contain all International Accounting Standards ("IAS"), International Financial Reporting Standards ("IFRS") as well as related Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") except for the Standards and Interpretations which are awaiting approval of the European Union as well as those Standards and Interpretations which have been approved by the European Union but are not yet effective.

2.2. Basis of measurement

The consolidated 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

These consolidated financial statements are presented in Polish zloty, being the functional currency and presentation currency of the Group, rounded to the nearest thousand.

2.4. New standards and interpretations not adopted

New standards, amendments to standards and interpretations, which are effective for annual periods beginning after 1 January 2013, have not been applied in preparation of these consolidated financial statements. Apart from IFRS 9 *Financial instruments*, which awaits EU endorsement and already endorsed IFRS 12 *Disclosure of Interests in Other Entities* (effective for annual periods commencing on 1 January 2014 or later), neither of the new standards nor amendments to the already existing standards, is expected to have a significant impact on the consolidated financial statements of the Group for the period for which they will become effective, however it needs to be underlined that aforementioned impact couldn't have been reasonably estimated at the end of reporting period.

2.5. Use of estimates and judgments

The preparation of the consolidated financial statements in conformity with IFRS EU requires the Management Board to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, equity and liabilities, income and expenses. These 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 ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised 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 had significant impact on the consolidated financial statements, have been discussed in notes 12, 14, 17, 18, 19, 20, 26, 27, 29, 31, 32 and 35.

3. Going concern

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

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.

5. Significant accounting policies

Apart from changes described in note 5.23, the accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements, and have been applied consistently by all Group entities.

5.1. Basis of consolidation

5.1.1. Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

5.1.2. Associates

Associates are those entities for which the Group has significant influence, but not control, over the financial and operating policies. The consolidated financial statements include the Group's share of the total recognized gains and losses of associates on an equity accounted basis, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate or jointly controlled entity.

5.1.3. Consolidation adjustments

Intergroup balances, and any unrealized gains and losses or income and expenses arising from intergroup transactions, are eliminated in preparing the consolidated financial statements.

Unrealized gains arising from transactions with associates are eliminated to the extent of the Group's interest in the entity. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

5.2. Foreign currency

5.2.1. Foreign currency transactions

Transactions in foreign currencies on the day of transaction are translated into Polish zloty at the National Bank of Poland ("NBP") average exchange rate for particular currency at the transaction date. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the average NBP rate at that date. Foreign exchange differences arising on settlement of foreign transactions or balance sheet translation are recognized in profit or loss for the period. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated at the average NBP rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated at the average NBP rate at the date the fair value was determined.

5.2.2. Conversion of foreign subsidiaries

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition are translated to Polish zloty at an average NBP rate at the reporting date.

The income and expenses of foreign operations excluding foreign operations in hyperinflationary economies are translated to Polish zloty at exchange rate, calculated as an average of average NBP exchange rates at the last day of every month comprising the accounting period. The income and expenses of foreign operations in hyperinflationary economies are translated at average NBP rates at the reporting date. Foreign currency differences are recognised in other comprehensive income, and presented in the “Foreign currency translation reserve” in equity. When a foreign operation is disposed of such that control or significant influence is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss.

Prior to translating the financial statements of foreign operations in hyperinflationary economies, its financial statements for the current period including comparative data are restated to account for changes in the general purchasing power of the local currency. The restatement is based on relevant price indices at the reporting date.

5.2.3. Hedge of net investment in foreign operation

Foreign currency differences arising on the retranslation of a financial liability designated as a hedge of a net investment in a foreign operation are recognised in other comprehensive income to the extent that the hedge is effective, and are presented within equity in the “Foreign currency translation reserve”. To the extent that the hedge is ineffective, such differences are recognised in profit or loss. When the hedged net investment is disposed of, the relevant amount within equity is transferred to profit or loss as part of the profit or loss on disposal.

5.3. Service concession arrangements

The Group recognizes as service concession arrangements the public-to-private service concession arrangements if:

- the grantor controls or regulates what services the Group must provide with the infrastructure, to whom it must provide them, and at what price; and
- the grantor controls - through ownership, beneficial entitlement or otherwise - any significant residual interest in the infrastructure at the end of the term of the arrangement.

Such arrangements apply to infrastructure that the Group constructs or acquires from a third party for the purpose of the service arrangement, as well as existing infrastructure to which the grantor gives the Group access for the purpose of the service arrangement.

Such infrastructure shall not be recognised as property, plant and equipment of the Group because the contractual service arrangement does not convey the right to control the use of the public service infrastructure to the Group. The Group has access to operate the infrastructure to provide the public service on behalf of the grantor in accordance with the terms specified in the contract.

Under the terms of service concession arrangements the Group acts as a service provider. The Group constructs or upgrades infrastructure (construction or upgrade services – the revenue is recognised in accordance with accounting policies applied for construction contracts) used to provide a public service and operates and maintains that infrastructure (operation services – the revenue is recognized in accordance with policy described in note 5.17.3) for a specified period of time.

If the Group provides construction or upgrade services the consideration received or receivable by the Group shall be recognized in consolidated statement of financial position as an asset. The consideration may be recognized as:

- a financial asset: The Group shall recognise a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor for the construction services;
- an intangible asset: The Group shall recognise an intangible asset to the extent that it receives a right (a licence) to charge users of the public service. A right to charge users of the public service is not an unconditional right to receive cash because the amounts are contingent on the extent that the service is rendered. Under intangible asset model, the Group's rights are recognised in the consolidated statement of financial position under concession intangible assets in the fair value of construction or upgrade services. They are amortised over the term of the arrangement, starting from the beginning of rendering services to public.

If the Group is paid for the construction services partly by a financial asset and partly by an intangible asset it is necessary to account separately for each component of the Group's consideration. The consideration received or receivable for both components shall be recognised initially at the fair value of the consideration received or receivable.

The Group may have contractual obligations it must fulfil as a condition of its licence a) to maintain the infrastructure to a specified level of serviceability or b) to restore the infrastructure to a specified condition before it is handed over to the grantor at the end of the service arrangement. These contractual obligations to maintain or restore infrastructure, except for upgrade element shall be recognised and measured at the best estimate of the expenditure that would be required to settle the present obligation at the end of the reporting period.

When the contract requires the Group to incur during the concession period capital expenditures related to replacement independently of the use of the concession infrastructure during the concession, these capital expenditures should be included in concession intangible asset's cost. Bearing in mind, that these outflows are not contingent on use of infrastructure, the Group should recognise a provision (with the above mentioned intangible asset as a corresponding item) for the present value of the best estimate of the amount of the future replacement costs to be incurred due to obligation undertaken. The provision shall be recognized when the obligation is accepted

Concession Agreement – A-4 Katowice-Kraków motorway

Intangible asset model has been applied to the Concession Agreement, concerning Stalexport Autostrada Małopolska S.A.

The Group recognised an intangible asset as the consideration given for the adaptation of motorway to toll motorway requirements (Phase I) and for construction/upgrade works, which according to the Concession Agreement were to be executed in later periods (Phase II). The cost of the element of the intangible asset recognized in relation to Phase I expenditures, was defined as the value of costs incurred during its execution (including borrowing costs) and the cost of the element of the intangible asset recognized in relation to estimated costs of Phase II, was determined as the present value of those future outflows at the date of initial recognition (without borrowing costs recognition).

The element of the intangibles recognized in relation to obligation to bear Phase II expenditures, was recorded in correspondence with the provision. A present value of future outflows was calculated, through discounting of their estimated nominal value, using non-current risk-free interest rate, which was determined by the Group on the basis of historical and current return on non-current State Treasury Bonds.

All changes in provision's estimates due to:

- changes of interest rates;
- changes of construction works schedule;
- changes in capital expenditures estimates;

are reflected in the valuation of intangible assets and impact the consolidated statement of comprehensive income prospectively, being recognized in the period of change and in future periods, if they are also affected by the change.

The unwinding of the discount related to provision is recognized as finance expense of the period.

Concession intangible assets comprise also an element reclassified from property, plant and equipment, which cost was determined as the present value of discounted concession payments at the date of their recognition.

According to policies described in note 5.4, an intangible asset with a finite useful life is subject to amortization over its useful life.

The concession intangible asset is to be amortised from the beginning of toll collection (year 2000), until the expiration date of the Concession Agreement (year 2027).

The Group applied amortization method, which in its view reflects in most appropriate way the manner in which future economic benefits deriving from intangible asset will be consumed, i.e. unit of production method based on forecasted annual average traffic increase during the concession period on the section of motorway subject to concession.

5.4. Other intangible assets

Other intangible assets are measured at cost less accumulated depreciation and impairment losses (see note 5.12).

Subsequent expenditures

Subsequent expenditures on existing other intangible assets are capitalized only when they increase the future economic benefits embodied in the specific asset to which they relate. All other expenditures are recognized as incurred.

Amortisation

Amortisation is charged to profit or loss on a straight-line basis over the estimated useful lives of other intangible assets unless such lives are indefinite. The estimated useful lives are as follows:

- intellectual property rights up to 5 years
- computer software up to 5 years
- licences 2-5 years

The adequacy of amortisation methods, useful lives and residual values is reviewed at each reporting date and adjusted if appropriate.

5.5. Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses (see note 5.12).

The cost includes the purchase price of the assets and costs directly related to the purchase and completion of the asset, so that it can be available for use, including the transport, loading, unloading and storing costs. Rebates, discounts and other similar reductions decrease the cost. The construction cost of property, plant and equipment or assets under construction includes total cost incurred by the entity in the period of their construction, assembly, adjustment and modernization till the date of their transfer to use (or up to the end of the reporting period, if the asset was not transferred to use before this date). The construction cost also includes preliminary estimates of the cost of dismantling and removing the components of tangible fixed assets and the restoration cost, if required. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset (an asset that necessarily takes a substantial period of time to get ready for its intended use or sale) shall be capitalised as part of the cost of that asset. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are costs which could have been avoided, if the capital expenditure on qualified asset had not been incurred. The capitalisation of borrowing costs as part of the cost of a qualifying asset shall commence when expenditures for the asset are being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs shall cease when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment, and is recognised net within other income/other expenses in profit or loss.

Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as an investment property.

Subsequent expenditures

The Group recognizes in the carrying amount of an item of property, plant and equipment, the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Group and the cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation

Items of property, plant and equipment, relatively their significant and separate components, are depreciated on a straight – line basis over their estimated useful lives, considering residual values. Land is not depreciated.

The Group adopted following useful lives for particular categories of property, plant and equipment:

- buildings and constructions 10-40 years
- plant and equipment 1-15 years
- vehicles 3-10 years
- other 1-10 years

If the estimated useful life of items of property, plant and equipment attributable to the Concession Agreement exceeds the concession period, the depreciation period is shortened to the remaining concession period.

The adequacy of useful lives, depreciation methods and residual values (if significant) is reassessed annually.

5.6. Investment property

Investment property is a property held either to earn rental income or for capital appreciation or for both. Investment property is measured at cost less accumulated depreciation and impairment losses (see note 5.12).

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of investment property (residual values are taken into account). The Group assumed 40-year period of economic useful life for the part of the office building classified as investment property.

5.7. Property, plant and equipment under lease

Lease agreements in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases.

Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments, and then are subject to depreciation and impairment losses (see note 5.12). Subsequent to initial recognition, the property, plant and equipment under finance lease is accounted for in accordance with the accounting policy applicable to group-owned property, plant and equipment. If it is not certain that at the conclusion of the lease agreement the ownership of the leased assets will be transferred to the Group, the assets are depreciated over the shorter of period of the lease and economic useful life of the assets.

Minimum lease payments made under finance leases are apportioned between reduction of the outstanding liability and the finance expense. The finance charge is allocated to each period during the lease term via effective interest rate method.

Other leases which are not classified as finance lease contracts are treated as operating lease.

5.8. Perpetual usufruct of land

The Group classifies perpetual usufruct of land as operating lease. The prepayments for perpetual usufruct of land are disclosed separately on the face of the consolidated statement of financial position. The prepayments for perpetual usufruct are expensed to profit or loss in the period of lease.

5.9. Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is determined based on the first in, first out principle. The cost includes expenditure incurred directly in acquiring the inventories and their adoption for use or sale.

5.10. Non-current assets held for sale

Non-current assets (or disposal groups comprising assets and liabilities) that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale. Immediately before classification as held for sale, the assets (or components of a disposal group) are remeasured in accordance with the Group's accounting policies. Thereafter, as at the day of initial classification as held for sale, the assets (or disposal group) are measured at the lower of their carrying amount or fair value less cost to sell.

5.11. Financial instruments

5.11.1. Non-derivative financial instruments

The Group initially recognizes loans and receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through profit or loss) are recognized initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognized as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the consolidated statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Held-to-maturity financial assets

If the Group has the positive intent and ability to hold debt securities (State Treasury bonds and others) to maturity, then such financial assets are classified as held-to-maturity. Held-to-maturity financial assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition held-to-maturity financial assets are measured at amortized cost using the effective interest method, less any impairment losses.

Any sale or reclassification of a more than insignificant amount of held-to-maturity investments not close to their maturity would result in the reclassification of all held-to-maturity investments as available-for-sale, and would prevent the Group from classifying investment securities as held-to-maturity for the current and the following two financial years.

Financial assets at fair value through profit or loss

A financial asset is classified at fair value through profit or loss if it is classified as held for trading or is designated as such upon initial recognition. Financial assets are designated at fair value through profit or loss if the Group manages such investments and makes purchase and sale decisions based on their fair value. Attributable transaction costs are recognised in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value, and changes therein are recognised in profit or loss.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Loans and receivables comprise loans trade and other receivables.

Cash and cash equivalents comprise cash in hand and call deposits with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the consolidated statement of cash flows.

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not classified in any of the above categories of financial assets.

Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale debt instruments, are recognised in consolidated statement of comprehensive income and presented in the fair value reserve in equity. When an investment is derecognised, the gain or loss accumulated in equity is reclassified to profit or loss.

Non-derivative financial liabilities

The Group initially recognizes debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognized initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the consolidated statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Group has the following non-derivative financial liabilities: loans and borrowings and trade and other payables.

Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

5.11.2. Derivative financial instruments, including hedge accounting

The Group holds derivative financial instruments to hedge its interest rate risk exposures.

On initial designation of the hedge, the Group formally documents the relationship between the hedging instrument(s) and hedged item(s), including the risk management objectives and strategy in undertaking the hedge transaction, together with the methods that will be used to assess the effectiveness of the hedging relationship.

The Group makes an assessment, both at the inception of the hedge relationship as well as on an ongoing basis, whether the hedging instruments are expected to be “highly effective” in offsetting the changes in the fair value or cash flows of the respective hedged items during the period for which the hedge is designated, and whether the actual results of each hedge are within a range of 80-125 per cent. For a cash flow hedge of a forecast transaction, the transaction should be highly probable to occur and should present an exposure to variations in cash flows that could ultimately affect reported profit or loss.

Derivatives are recognized initially at fair value; attributable transaction costs are recognized in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are accounted for as described below.

When a derivative is designated as the hedging instrument in a hedge of the variability in cash flows attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction that could affect profit or loss, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and presented in the hedging reserve in equity. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in profit or loss.

When the hedged item is a non-financial asset, the amount accumulated in equity is included in the carrying amount of the asset when the asset is recognised. In other cases the amount accumulated in equity is reclassified to profit or loss in the same period that the hedged item affects profit or loss. If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, or the designation is revoked, then hedge accounting is discontinued prospectively. If the forecast transaction is no longer expected to occur, then the balance in equity is reclassified in profit or loss.

5.12. Impairment

5.12.1. Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired.

A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets (including equity securities) are impaired can include: default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

The Group considers evidence of impairment for loans granted, receivables and held-to-maturity investment securities at both a specific asset and collective level. All individually significant receivables and held-to-maturity investment securities are assessed for specific impairment.

All individually significant loans granted, receivables and held-to-maturity investment securities found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Loans granted, receivables and held-to-maturity investment securities that are not individually significant are collectively assessed for impairment by grouping together loans granted, receivables and held-to-maturity investment securities with similar risk characteristics.

In assessing collective impairment the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Impairment losses on available-for-sale investment securities are recognized by reclassifying the losses accumulated in the fair value reserve in equity, to profit or loss. The cumulative loss that is removed from other comprehensive income and recognized in profit or loss is the difference between the acquisition cost, net of any principal repayment and amortization, and the current fair value, less any impairment loss previously recognized in profit or loss.

If, in a subsequent periods, the fair value of an impaired available-for-sale debt security increases and the increase can be related objectively to an event occurring after the impairment loss was recognised in profit or loss, then the impairment loss is reversed, with the amount of the reversal recognised in profit or loss. However, any subsequent recovery in the fair value of an impaired available-for-sale equity security is recognised in other comprehensive income.

5.12.2. Non-financial assets

The carrying amounts of the Group's non-financial assets, other than biological assets, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, recoverable amount is estimated annually.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In case of assets, which do not generate independent cash flows, value in use is estimated for the smallest identifiable cash-generating unit to which the asset belongs.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

5.12.3. Non-current assets held for sale

An impairment loss in respect of disposal group is allocated to assets on pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

5.13. Equity

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

Repurchase of treasury shares

When treasury shares are bought, the amount of the consideration paid, including directly attributable costs, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity.

Hedging reserve

Hedging reserve balance is the result of valuation changes of cash flow hedging instruments, which are considered effective and also respective changes of deferred tax.

5.14. Employee benefits

5.14.1. Retirement and disability benefits

The Group companies in accordance with Labour Code or their internal remuneration policies are obliged to payment of retirement and disability benefits.

The Group's obligation resulting from retirement/disability benefits is measured by estimation of future salary of a given employee for the period in which an employee will receive the benefit and by estimation of future retirement/disability benefit. Retirement/disability benefits are discounted using market State Treasury bond return rate at the end of the reporting period. The retirement/disability benefit obligation is recognized proportionally to the projected length of service of a given employee. Recognizing the liability due to retirement/disability benefits, the Group discloses total actuarial gains or losses in other comprehensive income for the period in which they were identified.

5.14.2. Jubilee bonuses

Some of the Group's companies offer its employees jubilee bonuses which depend on the current length of service of a given employee and the current average remuneration in the industry.

The Group's obligation resulting from jubilee bonuses is measured by estimation of future salary of a given employee for the period in which an employee will become entitled to a particular jubilee bonus and by estimation of future jubilee bonus. Jubilee bonuses are discounted using market State Treasury bond return rate at the end of the reporting period. Recognizing the liability due to jubilee bonuses, the Group discloses total actuarial gains or losses in profit or loss, within the period in which they were identified.

Staff rotation is estimated on the basis of historical data and forecasts on level of employment in the future.

5.14.3. Current employee benefits

Current employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised in the amount expected to be paid under short-term employee benefits, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

5.15. Provisions

A provision is recognized in the consolidated statement of financial position when the Group has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The unwinding of the discount is recognised as finance cost.

Provision for motorway resurfacing

Due to the obligation deriving from the Concession Agreement, which concerns operation and maintenance of motorway, the Group recognizes a provision for its resurfacing. The provision is recognized based on estimated cost of resurfacing proportionally to the usage degree. The estimated amount is discounted at the reporting date.

Provision for capital expenditures related to replacement and upgrade of infrastructure

Accounting policies applied to provision for capital expenditures of Phase II are described in note 5.3.

5.16. Deferred income

Deferred income constitutes mainly (i) prepayments received due to rental agreements (mainly passengers service sites), and also (ii) amounts received due to sale of subscription coupons for A4 Katowice - Kraków motorway.

After initial recognition according to fair value, the deferred income recorded in reference to (i) is recognized as other income within profit or loss on the straight-line basis over a rental agreement period, (ii) is recognized as revenue in profit or loss for the period, in which the subscription coupon is utilized.

5.17. Revenue

5.17.1. Goods sold

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Revenue from the sale of goods is recognized in profit or loss when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognized if there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods, or continuing Group involvement with the goods.

5.17.2. Rental income

Rental income from investment property is recognised in profit or loss on a straight-line basis over the term of the lease.

5.17.3. Revenue from motorway management and operation

Revenue from motorway operation is identified in respective periods when motorway lane is used, that is according to accrual principle.

5.18. Lease payments

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Minimum lease payments made under finance leases are apportioned between reduction of the outstanding liability and the finance expense. The finance charge is allocated to each period during the lease term via effective interest rate method.

5.19. Finance income and expenses

Finance income comprises interest income on funds invested by the Group, dividend income, gains on the disposal of available-for-sale financial assets, changes in the fair value of financial assets at fair value through profit or loss, and gains on hedging instruments that are recognised in profit or loss. Interest income is recognised as it accrues, using the effective interest method. Dividend income is recognised on the date that the Group’s right to receive payment is established.

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions and liabilities, losses on disposal of available-for-sale financial assets, changes in the fair value of financial assets at fair value through profit or loss, impairment losses recognised on financial assets, and losses on hedging instruments that are recognised in profit or loss. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis as either finance income or finance costs depending on whether foreign currency movements are in a net gain or net loss position.

5.20. Income tax

Income tax expense comprises current and deferred tax. Income tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payables or receivables due to tax on taxable income of the year, calculated using tax rates enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that affects neither accounting nor taxable profit, differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax asset is reduced to the extent that it is no longer probable that the related tax benefit will be realised. These reductions are reversed when it is probable that sufficient taxable profits will be available.

5.21. Discontinued operations

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations that has been disposed of or is held for sale, or is a subsidiary acquired exclusively for future resale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative consolidated statement of comprehensive income is restated as if the operation had been discontinued from the start of the comparative period.

5.22. Earnings per share (EPS)

In preparation of consolidated financial statements basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares for the period.

There were no factors that would result in dilution of earnings per share in the reporting periods presented in these consolidated financial statements.

5.23. 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 the result of the implementation of the standard, the Group included required additional disclosures within note 31 of these consolidated financial statements.

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

Post-employment defined benefit plans

As the consequence of changes to IAS 19 *Employee benefits* (effective for annual periods commencing on 1 January 2013 or later), the Group recognized the actuarial profits and losses from the measurement of post-employment defined benefit plans (retirement and disability benefits) in other comprehensive income. The comparative data has not been transformed, due to immateriality of the potential adjustment.

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 consolidated 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.

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

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.

Business segments results

For the year ended 31 December 2013

	Management, advisory and rental services	Management and operation of motorways	Total
Operating revenues			
Revenue from external customers	3 370	203 129	**206 499**
Total revenue	**3 370**	**203 129**	**206 499**
Operating expenses			
Cost of sales to external customers	(3 435)	(62 486)	**(65 921)**
Total cost of sales	**(3 435)**	**(62 486)**	**(65 921)**
Other income	489	4 887	**5 376**
Other expenses	(52)	(304)	**(356)**
Administrative expenses (*)	(4 018)	(26 378)	**(30 396)**
Results from operating activities	**(3 646)**	**118 848**	**115 202**
Net finance income/(expense)	1 034	(36 853)	**(35 819)**
Share of profit of equity accounted investees (net of income tax)	60	-	**60**
Income tax expense	(17)	(16 991)	**(17 008)**
Profit/(Loss) for the period	**(2 569)**	**65 004**	**62 435**
Other comprehensive income, net of income tax	(77)	3 794	**3 717**
Total comprehensive income for the period	**(2 646)**	**68 798**	**66 152**
Major non-cash items			
Depreciation and amortisation	(663)	(39 899)	**(40 562)**
Reversal/(recognition) of other provisions	63	950	**1 013**
Reversal/(recognition) of allowances for receivables	146	11	**157**
Unwinding of discount	-	(26 987)	**(26 987)**
Revaluation of investment	(1 613)	-	**(1 613)**

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

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

For the year ended 31 December 2012

	Management, advisory and rental services	Management and operation of motorways	Total
Operating revenues			
Revenue from external customers	6 049	179 458	**185 507**
Total revenue	**6 049**	**179 458**	**185 507**
Operating expenses			
Cost of sales to external customers	(5 211)	(85 236)	**(90 447)**
Total cost of sales	**(5 211)**	**(85 236)**	**(90 447)**
Other income	26	3 307	**3 333**
Other expenses	(74)	(265)	**(339)**
Administrative expenses (*)	(7 004)	(24 991)	**(31 995)**
Results from operating activities	**(6 214)**	**72 273**	**66 059**
Net finance income/(expense)	(367)	(47 388)	**(47 755)**
Share of loss of equity accounted investees (net of income tax)	(160)	-	**(160)**
Income tax expense	(120)	(5 145)	**(5 265)**
Profit/(Loss) for the period	**(6 861)**	**19 740**	**12 879**
Other comprehensive income, net of income tax	6 007	(7 158)	**(1 151)**
Total comprehensive income for the period	**(854)**	**12 582**	**11 728**
Major non-cash items			
Depreciation and amortisation	(734)	(39 266)	**(40 000)**
Reversal/(recognition) of other provisions	(3)	(129)	**(132)**
Reversal/(recognition) of allowances for receivables	(9)	-	**(9)**
Unwinding of discount	-	(37 257)	**(37 257)**
Revaluation of investment	(5 443)	-	**(5 443)**

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

Financial position according to business segments as at

	31 December 2013	*31 December 2012*
Management, advisory and rental services		
Assets of the segment	129 272	138 122
Liabilities of the segment	10 836	22 472
Management and operation of motorways		
Assets of the segment	1 118 073	1 157 574
Liabilities of the segment	987 999	1 086 733
Total assets	**1 247 345**	**1 295 696**
Total liabilities	**998 835**	**1 109 205**

Major customer

In the year ended 31 December 2013 and 31 December 2012 sales to neither of Group's customers generated the revenue of more than 10% of total revenue for the period.

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

7. Disposal group classified as held for sale

As at 31 December 2013 and 31 December 2012 the Group wasn't in possession of any assets or liabilities classified as held for sale.

8. Expenses by nature

	2013	2012
Depreciation and amortisation (notes 13, 14, 15)	(40 562)	(40 000)
Energy and materials consumption	(5 657)	(6 657)
Accrual of provision for motorway resurfacing disclosed within cost of sales (external services)	(7 929)	(32 557)
Other external services	(18 011)	(18 376)
Taxes and charges	(1 888)	(1 968)
Personnel expenses, including:	(20 036)	(20 437)
- wages and salaries	(16 495)	(16 998)
- compulsory social security contributions and other benefits	(3 541)	(3 439)
Other costs	(2 415)	(2 470)
Cost of goods and materials sold	-	(8)
Total expenses by nature	**(96 498)**	**(122 473)**
Manufacturing cost of products for internal purposes	-	4
Change in inventories, deferred income and cost in relation to operating activity	181	27
Cost of sales and administrative expenses	**(96 317)**	**(122 442)**

9. Other income

	2013	2012
Rental income from passenger service sites	3 132	2 282
Reversal of allowances for receivables	157	-
Compensations, contractual penalties and costs of court proceedings received	139	110
Interest from receivables	231	2
Reversal of other provisions and allowances	1 013	2
Net gain on disposal of property, plant and equipment and intangible assets	195	485
Other	509	452
Total	**5 376**	**3 333**

10. Other expenses

	2013	2012
Allowances for receivables	-	(9)
Donations granted	(24)	(30)
Repair of damages	(43)	(69)
Penalties, compensations, payments	(221)	(22)
Other provisions and allowances	-	(134)
Unrecoverable input VAT	(60)	(58)
Other	(8)	(17)
Total	**(356)**	**(339)**

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

11. Net finance expense

	2013	*2012*
Recognised in profit or loss for the period		
Dividends	1	310
Interest income, including:	15 559	19 203
- bank accounts and deposits	15 559	19 193
- loans granted	-	10
Profit on sale of investments	-	214
Other finance income, including:	226	1 815
- net foreign exchange gain	226	237
- profit on investments in asset management funds (financial assets measured at fair value through profit or loss)	-	1 578
Finance income	**15 786**	**21 542**
Interest expense on liabilities measured at amortised cost, including:	(27 789)	(33 489)
- loans and borrowings, including:	(17 725)	(22 852)
- nominal	(13 911)	(19 243)
- other	(3 814)	(3 609)
- discount of concession payments	(9 361)	(8 861)
- other	(703)	(1 776)
Discount of provisions	(17 626)	(28 396)
Revaluation of investments, including:	(1 613)	(5 443)
- net change in fair value of available-for-sale financial assets reclassified from equity	-	(5 788)
Other finance expenses, including:	(4 577)	(1 969)
- loss on investments in asset management funds (financial assets measured at fair value through profit or loss)	(803)	-
- loss on derivatives	(3 705)	(1 682)
- other finance expenses	(69)	(287)
Finance expenses	**(51 605)**	**(69 297)**
Net finance expense recognised in profit or loss for the period	**(35 819)**	**(47 755)**
Recognised in other comprehensive income		
Foreign currency translation differences for foreign operations	26	(19)
Effective portion of changes in fair value of cash flow hedges (*)	1 141	(10 519)
Net change in fair value of cash flow hedges reclassified to profit or loss for the period (*)	3 704	1 682
Net change in fair value of available-for-sale financial assets reclassified to profit or loss for the period	-	6 026
Finance expenses recognised in other comprehensive income	**4 871**	**(2 830)**

(*) 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 notes 31.2 and 32.3.

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

12. Income tax

12.1. Income tax recognised in profit or loss for the period

	2013	*2012*
Current income tax expense	**(14 833)**	**(13 940)**
Current income tax on profits for the year	(14 837)	(13 944)
Adjustment in respect of prior years	4	4
Deferred tax	**(2 175)**	**8 675**
Recognition and reversal of temporary differences	(2 175)	8 675
Income tax impacting profit for the period	**(17 008)**	**(5 265)**

The income tax rate which embraced the majority of Group's activities amounted to 19% in 2012-2013. It is assumed that the income tax rate shouldn't change in upcoming years.

12.2. Effective tax rate

	2013		*2012*	
	%		%	
Profit before income tax		**79 443**		**18 144**
Income tax using the domestic corporate tax rate	(19.0%)	(15 094)	(19.0%)	(3 447)
Utilization of previously adjusted tax losses	0.3%	206	6.4%	1 153
Current-year losses for which no deferred tax asset is recognised	(0.1%)	(77)	-	-
Valuation adjustment / temporary differences previously adjusted / permanent differences	(2.6%)	(2 047)	(16.4%)	(2 975)
Current income tax adjustment in respect of prior years	0.0%	4	0.0%	4
Total	**(21.4%)**	**(17 008)**	**(29.0%)**	**(5 265)**

12.3. Income tax recognised in other comprehensive income

	2013		*2012*	
	Before tax	**Tax benefit**	**Before tax**	**Tax benefit**
Remeasurement of emloyee benefits	(265)	31	-	-
Changes in fair value of cash flow hedges(*)	4 845	(920)	(8 837)	1 679
Total	**4 580**	**(889)**	**(8 837)**	**1 679**

(*) Cash flow hedges are further described in notes 31.2 and 32.3

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

13. Property, plant and equipment

	Buildings and constructions	Plant and equipment	Vehicles	Other	Under construction	Total
Cost as at 1 January 2012	**19 494**	**13 380**	**15 215**	**4 121**	**568**	**52 778**
Acquisitions	37	330	2 346	115	1 665	**4 493**
Transfer from property, plant and equipment under construction	4	316	-	-	(845)	**(525)**
Disposals	-	(441)	(3 961)	(146)	-	**(4 548)**
Other reclassifications	-	(183)	183	-	-	**-**
Cost as at 31 December 2012	**19 535**	**13 402**	**13 783**	**4 090**	**1 388**	**52 198**
Cost as at 1 January 2013	**19 535**	**13 402**	**13 783**	**4 090**	**1 388**	**52 198**
Acquisitions	514	584	2 375	123	2 957	**6 553**
Transfer from property, plant and equipment under construction	499	252	181	-	(932)	**-**
Disposals	-	(2 074)	(2 184)	(65)	-	**(4 323)**
Reclassification to investment property	(1 142)	(1 126)	-	-	-	**(2 268)**
Cost as at 31 December 2013	**19 406**	**11 038**	**14 155**	**4 148**	**3 413**	**52 160**

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

	Buildings and constructions	Plant and equipment	Vehicles	Other	Under construction	Total
Depreciation and impairment losses as at 1 January 2012	**(8 785)**	**(12 060)**	**(8 034)**	**(2 881)**	**-**	**(31 760)**
Depreciation for the period	(964)	(424)	(1 057)	(232)	-	**(2 677)**
Disposals	-	441	3 937	135	-	**4 513**
Other reclassifications	-	133	(133)	-	-	**-**
Depreciation and impairment losses as at 31 December 2012	**(9 749)**	**(11 910)**	**(5 287)**	**(2 978)**	**-**	**(29 924)**
Depreciation and impairment losses as at 1 January 2013	**(9 749)**	**(11 910)**	**(5 287)**	**(2 978)**	**-**	**(29 924)**
Depreciation for the period	(980)	(511)	(1 268)	(212)	-	**(2 971)**
Disposals	-	2 066	2 010	65	-	**4 141**
Reclassification to investment property	849	1 025	-	-	-	**1 874**
Depreciation and impairment losses as at 31 December 2013	**(9 880)**	**(9 330)**	**(4 545)**	**(3 125)**	**-**	**(26 880)**
Carrying amounts						
As at 1 January 2012	10 709	1 320	7 181	1 240	568	**21 018**
As at 31 December 2012	9 786	1 492	8 496	1 112	1 388	**22 274**
As at 1 January 2013	9 786	1 492	8 496	1 112	1 388	**22 274**
As at 31 December 2013	9 526	1 708	9 610	1 023	3 413	**25 280**

Impairment losses

As at 31 December 2013 there were no indicators, that would require the Group to test property, plant and equipment for impairment.

Leased property, plant and equipment

The Group leases certain equipment and vehicles under a number of finance lease agreements. At 31 December 2013, the net carrying amount of leased property, plant and equipment was TPLN 155 (31 December 2012: TPLN 578). The leased assets secure lease obligations until the repayment of finance lease liabilities.

Collateral

In addition to leased assets that secure lease obligations described above, as at 31 December 2013 property, plant and equipment with a carrying value of TPLN 11,233 (31 December 2012: TPLN 11,280) provided a collateral for bank loans.

Property, plant and equipment under construction

At 31 December 2013, property, plant and equipment under construction include mainly design and independent engineer costs related to toll collection system replacement project.

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

14. Intangible assets

	Concession intangible assets	Other concessions, licences, software and other	Other intangible assets	Total
Cost as at 1 January 2012	**996 331**	**1 521**	**970**	**998 822**
Acquisitions	19 058	145	-	**19 203**
Revaluation of concession intangible assets	(50 513)	-	-	**(50 513)**
Disposals	-	(38)	-	**(38)**
Cost as at 31 December 2012	**964 876**	**1 628**	**970**	**967 474**
Cost as at 1 January 2013	**964 876**	**1 628**	**970**	**967 474**
Acquisitions	-	83	-	**83**
Revaluation of concession intangible assets	(71 463)	-	-	**(71 463)**
Cost as at 31 December 2013	**893 413**	**1 711**	**970**	**896 094**
Amortisation and impairment losses as at 1 January 2012	**(211 706)**	**(554)**	**(970)**	**(213 230)**
Amortisation for the period	(36 721)	(182)	-	**(36 903)**
Disposals	-	38	-	**38**
Reversal of impairment loss	-	2	-	**2**
Amortisation and impairment losses as at 31 December 2012	**(248 427)**	**(696)**	**(970)**	**(250 093)**
Amortisation and impairment losses as at 1 January 2013	**(248 427)**	**(696)**	**(970)**	**(250 093)**
Amortisation for the period	(36 966)	(176)	-	**(37 142)**
Reversal of impairment loss	-	2	-	**2**
Amortisation and impairment losses as at 31 December 2013	**(285 393)**	**(870)**	**(970)**	**(287 233)**
Carrying amounts				
As at 1 January 2012	784 625	967	-	**785 592**
As at 31 December 2012	716 449	932	-	**717 381**
As at 1 January 2013	716 449	932	-	**717 381**
As at 31 December 2013	608 020	841	-	**608 861**

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 29), which resulted in their decrease by TPLN 1,680 (2012: increase by TPLN 25,995), 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 29), resulting in the decrease of concession intangible assets by TPLN 69,783 (2012: decrease by TPLN 76,508).

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

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

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 on the base of estimated traffic increase during the concession period in relation to present net value of intangible asset at the beginning of the period equalled 5.34% in 2013 (2012: 4.77%). According to current amortization schedule, based on updated estimates of traffic increase, the proportion of annual amortization costs to the carrying net value of intangible asset as at 31 December 2013 will range from 6.16% to 8.82% during the concession period.

As at 31 December 2013 the Group performed an impairment test in relation to concession intangible assets, as a result of which, no need for the recognition of an impairment loss was identified. As at 31 December 2013, the Group recognized impairment related to other intangible assets of TPLN 4 (31 December 2012: TPLN 6, 1 January 2012: TPLN 8).

15. Investment property

	31 December 2013	*31 December 2012*
Cost at the beginning of the period	**25 926**	**25 401**
Transfer from property, plant and equipment under construction	-	525
Reclassifications (see also note 13)	2 268	-
Cost at the end of the period	**28 194**	**25 926**
Depreciation and impairment losses at the beginning of the period	**(21 465)**	**(21 045)**
Depreciation for the period	(449)	(420)
Reclassifications (see also note 13)	(1 874)	-
Depreciation and impairment losses at the end of the period	**(23 788)**	**(21 465)**
Carrying amounts at the beginning of the period	**4 461**	**4 356**
Carrying amounts at the end of the period	**4 406**	**4 461**

Investment property is measured at cost less accumulated depreciation and impairment losses.

Investment property comprises a designated for rental part of office building situated at Mickiewicza St. as well as adjacent parking lots (including parking lot at Sokolska St.).

Based on property expert's valuation conducted in October 2013, the fair value of the Group-owned part of the building at Mickiewicza St., and the fair value of perpetual usufruct of land on which aforementioned building is situated, were estimated at PLN 15.5 million – the fair value of the investment property situated at Sokolska St. was estimated at PLN 5.1 million. The property was appraised using income-based approach, investment method, simple capitalization technique.

As at 31 December 2013 the Group classified 96.3% of the owned part of the building at Mickiewicza St. and 100% of the parking lot at Sokolska St. as the investment property (these indicators are subject to revision on semi-annual basis).

Consolidated rental income (office and parking space) in 2013 amounted to TPLN 3,286 (in 2012: TPLN 3,451) and was presented in profit for the period under "Revenue" - attributable costs were presented under "Cost of sales".

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

16. Investments in associates

Basic financial data of associated entities is presented below:

	% of shares owned	Carrying value of shares	Assets	Liabilities	Equity	Revenue	Profit or loss for the period
31 December 2013							
Autostrada Mazowsze S.A. w likwidacji	30.00%	10	36	2	34	-	(67)
Biuro Centrum Sp. z o.o.	40.63%	682	1 979	973	1 006	9 577	253
Total		**692**					
31 December 2012							
Autostrada Mazowsze S.A.	30.00%	8	33	7	26	-	(71)
Biuro Centrum Sp. z o.o.	40.63%	602	1 469	661	808	9 179	144
Total		**610**					

17. Other investments

17.1. Other non-current investments

	31 December 2013	*31 December 2012*
Non-current deposits	319 955	264 340
Other	69	69
Total	**320 024**	**264 409**

As at 31 December 2013 non-current bank deposits comprised cash kept on reserve accounts designated to (i) debt-service – TPLN 45,721 (31 December 2012: TPLN 47,849), (ii) capital expenditures of Phase F2b – TPLN 194,426 (31 December 2012: TPLN 154,000), (iii) future maintenance expenditures – TPLN 77,763 (31 December 2012: TPLN 59,445). The abovementioned item included also accrued interests of TPLN 2,045 (31 December 2012: TPLN 3,046). All reserve accounts were established in accordance with the provisions of Concession Agreement and Project Loan Agreement.

17.2. Current investments

	31 December 2013	*31 December 2012*
Equity instruments available for sale (shares of non-related entities)	1 789	3 402
Investments in asset management funds	-	22 684
Total	**1 789**	**26 086**

Financial instruments available for sale comprise investments in Ideon S.A. (former Centrozap S.A.) and Dom Maklerski BDM S.A. As at 31 December 2013 the shares of these companies were subject to an impairment amounting to TPLN 13,293 (31 December 2012: TPLN 12,119) and TPLN 1,121 (31 December 2012: TPLN 683) respectively.

In reference to temporary suspension of buy-back of participation units ("PU") of investment fund Idea Premium SFIO, on 11 September 2012 the Polish Financial Supervision Authority endorsed Idea Premium SFIO to perform a buy-back of its PU in installments, subject to proportional reduction, during the period from 17 September 2012 to 16 March 2013. According to the schedule introduced in light of the endorsement above, the buy-back of PU has been conducted in 20%/80% installments, with the 80% part exercised on 15 March 2013 based on the value of PU at that date. As the result of redemption of PU the Group received in 2013 the amount of TPLN 6,228.

Additionally in 2013, as the result of change in adopted investment policy, the Group withdrew the total amount of TPLN 22,602 out of other assets management funds.

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

18. Deferred tax

Deferred tax assets and liabilities are attributable to the following items of assets and liabilities:

	Assets		Liabilities		Net	
	31 December 2013	*31 December 2012*	*31 December 2013*	*31 December 2012*	*31 December 2013*	*31 December 2012*
Property, plant and equipment	85 266	95 445	(161)	(201)	**85 105**	**95 244**
Intangible assets	-	-	(112 405)	(132 768)	**(112 405)**	**(132 768)**
Investment property	362	388	-	-	**362**	**388**
Investments in associates	-	69	-	-	**-**	**69**
Other non-current investments	6	6	(389)	(579)	**(383)**	**(573)**
Trade and other receivables	1 227	1 283	(62)	-	**1 165**	**1 283**
Current investments	1 879	2 501	-	(302)	**1 879**	**2 199**
Cash and cash equivalents	-	-	(109)	(70)	**(109)**	**(70)**
Non-current loans and borrowings	-	-	(900)	(1 840)	**(900)**	**(1 840)**
Non-current finance lease liabilities	3	13	-	-	**3**	**13**
Other non-current liabilities	33 312	31 534	-	-	**33 312**	**31 534**
Non-current deferred income	1 934	2 092	-	-	**1 934**	**2 092**
Employee benefits	365	146	-	-	**365**	**146**
Non-current provisions	86 652	99 813	-	-	**86 652**	**99 813**
Current loans and borrowings	519	902	(846)	(565)	**(327)**	**337**
Current finance lease liabilities	8	31	-	-	**8**	**31**
Trade and other payables	396	376	(67)	-	**329**	**376**
Current provisions	9 835	9 888	-	-	**9 835**	**9 888**
Current deferred income	1 062	1 031	-	-	**1 062**	**1 031**
Derivative financial instruments	2 727	3 488	-	-	**2 727**	**3 488**
Deferred tax assets/liabilities on temporary differences	**225 553**	**249 006**	**(114 939)**	**(136 325)**	**110 614**	**112 681**
Tax loss carry-forwards	2 822	5 374	-	-	**2 822**	**5 374**
Deferred tax assets/liabilities	**228 375**	**254 380**	**(114 939)**	**(136 325)**	**113 436**	**118 055**
Set off of tax	(114 935)	(136 272)	114 935	136 272	**-**	**-**
Valuation adjustment	(9 085)	(10 640)	-	-	**(9 085)**	**(10 640)**
Net deferred tax assets/liabilities as in consolidated statement of financial position	**104 355**	**107 468**	**(4)**	**(53)**	**104 351**	**107 415**

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

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.

Change in temporary differences during the period

	1 January 2013	Change of deferred tax on temporary differences recognised in		31 December 2013
		profit or loss for the period	other comprehensive income	
Property, plant and equipment	**95 244**	(10 139)	-	**85 105**
Intangible assets	**(132 768)**	20 363	-	**(112 405)**
Investment property	**388**	(26)	-	**362**
Investments in associates	**69**	(69)	-	**-**
Other non-current investments	**(573)**	190	-	**(383)**
Trade and other receivables	**1 283**	(118)	-	**1 165**
Current investments	**2 199**	(320)	-	**1 879**
Cash and cash equivalents	**(70)**	(39)	-	**(109)**
Non-current loans and borrowings	**(1 840)**	940	-	**(900)**
Non-current finance lease liabilities	**13**	(10)	-	**3**
Other non-current liabilities	**31 534**	1 778	-	**33 312**
Non-current deferred income	**2 092**	(158)	-	**1 934**
Employee benefits	**146**	188	31	**365**
Non-current provisions	**99 813**	(13 161)	-	**86 652**
Current loans and borrowings	**337**	(664)	-	**(327)**
Current finance lease liabilities	**31**	(23)	-	**8**
Trade and other payables	**376**	(47)	-	**329**
Current provisions	**9 888**	(53)	-	**9 835**
Current deferred income	**1 031**	31	-	**1 062**
Derivative financial instruments	**3 488**	159	(920)	**2 727**
Tax loss carry-forwards	**5 374**	(2 552)	-	**2 822**
Valuation adjustment	**(10 640)**	1 555	-	**(9 085)**
Total	**107 415**	**(2 175)**	**(889)**	**104 351**

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

	1 January 2012	Change of deferred tax on temporary differences recognised in		31 December 2012
		profit or loss for the period	other comprehensive income	
Property, plant and equipment	**96 739**	(1 495)	-	**95 244**
Intangible assets	**(149 096)**	16 328	-	**(132 768)**
Investment property	**456**	(68)	-	**388**
Investments in associates	**36**	33	-	**69**
Other non-current investments	**(501)**	(72)	-	**(573)**
Trade and other receivables	**1 307**	(24)	-	**1 283**
Current investments	**677**	1 522	-	**2 199**
Cash and cash equivalents	**(125)**	55	-	**(70)**
Non-current loans and borrowings	**(2 405)**	565	-	**(1 840)**
Non-current finance lease liabilities	**45**	(32)	-	**13**
Other non-current liabilities	**29 850**	1 684	-	**31 534**
Non-current deferred income	**2 250**	(158)	-	**2 092**
Employee benefits	**579**	(433)	-	**146**
Non-current provisions	**100 158**	(345)	-	**99 813**
Current loans and borrowings	**345**	(8)	-	**337**
Current finance lease liabilities	**47**	(16)	-	**31**
Trade and other payables	**413**	(37)	-	**376**
Current provisions	**18 414**	(8 526)	-	**9 888**
Current deferred income	**333**	698	-	**1 031**
Derivative financial instruments	**1 824**	(15)	1 679	**3 488**
Tax loss carry-forwards	**6 847**	(1 473)	-	**5 374**
Valuation adjustment	**(11 132)**	492		**(10 640)**
Total	**97 061**	**8 675**	**1 679**	**107 415**

Tax losses

According to the tax regulations, tax loss incurred in a given tax year can reduce taxable income over the next five consecutive tax years, however the decrease in any of those years cannot exceed 50% of the loss for a given year. As at 31 December 2013 the amount of tax losses remaining to be utilized amounted to TPLN 14,858 (31 December 2012: TPLN 28,287). As at 31 December 2013 the Group did not recognize any deferred tax assets related to tax losses carry forwards.

Amount of loss	***Expiry date***
11 398	2014
3 054	2015
203	2017
203	2018
14 858	

19. Income tax receivables and liabilities

As at 31 December 2013 the income tax receivables amounted to TPLN 1,341 (31 December 2012: TPLN 1,341). These receivables will be settled with future income tax liabilities. Due to uncertain recovery of these receivables as at 31 December 2013, an allowance of TPLN 1,341 was recognized (31 December 2012: TPLN 1,341).

Income tax liabilities of TPLN 3,152 (31 December 2012: TPLN 4,411) represent the difference between payments made for the previous and current tax year and the amount of tax payable.

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

20. Trade and other receivables

	31 December 2013	*31 December 2012*
Trade receivables from related parties	19	44
Trade receivables from other parties	7 929	7 449
Receivables from taxes, duties, social and health insurances and other benefits	283	1 500
Other receivables from other parties	1 826	439
Total	**10 057**	**9 432**

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 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.

Trade and other receivables are presented net of allowances for doubtful debts amounting to TPLN 112,838 (31 December 2012: TPLN 113,280).

The table below presents overdue trade and other receivables together with the amount of the allowances for doubtful debts.

	31 December 2013	*31 December 2012*
Gross overdue receivables		
up to 1 month	12	24
1 - 6 months	34	58
6 months - 1 year	21	15
over 1 year	113 027	113 148
Total gross overdue receivables	**113 094**	**113 245**
allowances for overdue and doubtful debts	(105 731)	(106 173)
Net overdue receivables	**7 363**	**7 072**

Movements of allowances for doubtful debts were as follows:

	2013	*2012*
Allowances for bad debts as at 1 January	**(113 280)**	**(113 408)**
Allowances recognised	(60)	(25)
Allowances reversed	217	16
Allowances utilised	294	142
Other reclassifications	(9)	(5)
Allowances for bad debts as at 31 December	**(112 838)**	**(113 280)**

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. Overdue net receivables in amount of TPLN 7,314 are secured on the customer’s property, which value exceeds the value of these receivables.

In 2013, in line with received payments and based on analysis of probability of post reporting date retrieval, the Group reversed some allowances for overdue receivables concerning the activity discontinued in previous years and current activity. Allowances amounting to TPLN 217 were reversed.

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

21. Cash and cash equivalents

	31 December 2013	*31 December 2012*
Cash in hand	73	80
Bank balances	5 495	15 423
Current bank deposits	162 853	124 245
Restricted bank balances	257	222
Cash in transit	857	1 532
Cash and cash equivalents in the consolidated statement of financial position	**169 535**	**141 502**
Cash and cash equivalents in the consolidated statement of cash flows	**169 535**	**141 502**

Restricted bank balances refer to resources at the disposal of Group's social contribution funds.

22. Equity

22.1. Share capital

	31 December 2013	*31 December 2012*
Number of shares at the beginning of the period	247 262 023	247 262 023
Number of shares at the end of the period (fully paid)	247 262 023	247 262 023
Nominal value of shares (PLN)	0.75	0.75
Nominal value of A-series issue	6 256	6 256
Nominal value of B-series issue	370	370
Nominal value of D-series issue	3 000	3 000
Nominal value of E-series issue	71 196	71 196
Nominal value of F-series issue	37 500	37 500
Nominal value of G-series issue	67 125	67 125
Total	**185 447**	**185 447**

The holders of ordinary shares are entitled to dividends as declared and are entitled to one vote per share at General Meeting of the Company. All shares entitle the shareholders to Company's assets in the same extent in case of its division.

22.2. 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 declare their fair value based on regulatory market, or in any other reliable way, are attributed to this item of the equity.

Due to objective evidence of impairment of Ideon S.A. shares i.e. significant and prolonged decline in fair value (market value) of these assets below its cost, the Group recognised in 2012 an additional impairment loss by means of reclassification of cumulative fair value loss in amount of TPLN 5,788, which was attributed in previous reporting periods to fair value reserve, to profit or loss for the period.

22.3. 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 1,141 in 2013 (2012: TPLN -10,519). As the consequence of hedged interest payments made in 2013, the Group reclassified the corresponding net change in fair value of cash flow hedges of TPLN -3,704 (2012: TPLN -1,682) 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 -217, out of which TPLN 703 was attributable to portion of changes reclassified to finance expense (2012: TPLN 1,999 and TPLN 320 respectively).

22.4. Other reserve capitals and supplementary capital

Other reserve capitals may be created by the General Meeting from a part or total of approved profits of the companies constituting the Group. The General Meeting may also define a particular aim to which such resources should be assigned.

23. Earnings per share

The calculation of basic earnings per share was performed based on the net profit attributable to shareholders of the Company of TPLN 58,572 (2012: profit of TPLN 8,602) and a weighted average number of ordinary shares at the reporting date of 247,262 thousand (31 December 2012: 247,262 thousand).

Net profit per ordinary share attributable to shareholders of the Company

	2013	*2012*
Profit for the period attributable to shareholders of the Company (in TPLN)	58 572	8 602
Weighted average number of ordinary shares at the end of the period (thousands of shares)	247 262	247 262
Profit for the period per ordinary share attributable to shareholders of the Company (in PLN)	**0.24**	**0.03**

As at 31 December 2013 and 31 December 2012 no factors were determined that would result in dilution of profit per one share.

24. Loans and borrowings

	31 December 2013	*31 December 2012*
Non-current portion of secured bank loans	218 651	244 081
Non-current loans and borrowings	**218 651**	**244 081**
Current portion of secured bank loans	28 655	29 888
Current loans and borrowings	**28 655**	**29 888**

On 28 December 2005, the Project Loan Agreement was signed by and between Stalexport Autostrada Małopolska S.A. and commercial banks. The credit availability period expired on 30 September 2010. The nominal value of the loan amounted to PLN 360 million. In 2013 the company repaid the total amount of TPLN 28,115 (2012: TPLN 26,019) of the abovementioned loan.

Terms and conditions of loans and borrowings repayment

	Currency	**Nominal interest rate**	**Year of maturity**	**Liabilities at 31 December 2013**	**Liabilities at 31 December 2012**
Bank loans					
Banking Consortium	PLN	WIBOR 6M + margin	2020*	247 306	273 969
Total loans and borrowings				**247 306**	**273 969**

(*) payments up to year 2020

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

Collateral established on Group's property

Apart from securities established on property, plant and equipment described in note 13, the most significant collateral established in relation to bank loans includes:

- pledge of shares of SAM S.A., VIA4 S.A. and Stalexport Autoroute S.a r.l,
- transfer of rights deriving from agreements related to the project Katowice-Kraków A-4 motorway,
- transfer of rights to bank accounts of SAM S.A.,
- cession of SAM S.A. claims in relation to the project Katowice-Kraków A-4 motorway.

25. Finance lease liabilities

Repayment schedule of finance lease liabilities

	Minimum lease payments	Interest	Principal
31 December 2013			
up to 1 year	**47**	3	44
1 - 5 years	**17**	-	17
Total	**64**	**3**	**61**
31 December 2012			
up to 1 year	**177**	11	166
1 - 5 years	**71**	3	68
Total	**248**	**14**	**234**

As described in note 13, the leased assets secure lease obligations until the repayment of finance lease liabilities.

26. Employee benefits

	31 December 2013	*31 December 2012*
Non-current		
Retirement benefits	221	194
Disability benefits	29	10
Jubilee bonuses liabilities	466	351
Other employee benefits	1 107	-
Total	**1 823**	**555**
Current		
Retirement benefits	204	-
Disability benefits	1	-
Jubilee bonuses liabilities	41	63
Other employee benefits	-	153
Total	**246**	**216**

Amounts of future liabilities due to retirement benefits, disability benefits and jubilee bonuses were calculated on the basis of actuarial appraisal model.

Other employee benefits as at 31 December 2013 constituted a forecasted bonus payment for which Management Boards of companies constituting Group are eligible based on 3-year incentive schemes endorsed by their respective Supervisory Boards in 2013.

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

Change in employee benefits

	Post-employment benefits		Jubilee bonuses liabilities		Other employee benefits		Total	
	2013	*2012*	*2013*	*2012*	*2013*	*2012*	*2013*	*2012*
As at 1 January	**204**	**271**	**414**	**446**	**153**	**2 332**	**771**	**3 049**
Changes included in profit or loss	35	(67)	175	(32)	1 107	714	**1 317**	**615**
Changes included in other comprehensive income	265	-	-	-	-	-	**265**	-
Benefits paid	(49)	-	(82)	-	(153)	(2 893)	**(284)**	**(2 893)**
As at 31 December	**455**	**204**	**507**	**414**	**1 107**	**153**	**2 069**	**771**

Liabilities due to retirement benefits, disability benefits and jubilee bonuses were calculated according to following assumptions:

	31 December 2013	*31 December 2012*
Discount rate	3.8%-4.5%	3.6%-4.5%
Future remuneration increase	0%-2.5%	2%-5%

27. Other non-current liabilities

	31 December 2013	*31 December 2012*
Liabilities upon guarantees granted	-	7 579
Concession payments	175 329	165 969
Other payables to related parties	7 979	7 407
Other payables to other parties	718	666
Total	**184 026**	**181 621**

According to the Concession Agreement SAM S.A. is obliged to make Concession payments to National Road Fund (acquired liability relating to loan drawn by the State Treasury from EBRD). The nominal value of the liability according to appendix 7 of the Concession Agreement amounts to TPLN 222,918. A discount rate of 5.64% was used to discount the liability (2012: 5.64%).

Other non-current liabilities constitute suspended amounts being held as guarantee for execution of construction contracts and guarantee deposits concerning already completed construction works with a due date exceeding 12-month period.

28. Deferred income

	31 December 2013	*31 December 2012*
Non-current		
Deferred rental income (mainly passengers service sites)	10 094	10 919
Other	87	94
Total	**10 181**	**11 013**
Current		
Deferred rental income (mainly passengers service sites)	825	825
Deferred income from purchase of A4 Katowice - Kraków subscription coupons	4 757	4 595
Other	7	7
Total	**5 589**	**5 427**

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

29. Provisions

Non-current provisions	Provisions for motorway resurfacing	Provisions for capital expenditures (Phase II)	Other provisions	Total
Balance at 1 January 2012	**50 930**	**476 216**	**-**	**527 146**
Additions, including:	25 850	21 011	-	**46 861**
- due to discounting	*3 121*	*21 011*	-	***24 132***
Change of estimates	9 828	(49 633)	-	**(39 805)**
Reclassifications	-	(8 871)	-	**(8 871)**
Balance at 31 December 2012	**86 608**	**438 723**	**-**	**525 331**
Balance at 1 January 2013	**86 608**	**438 723**	**-**	**525 331**
Additions, including:	25 864	13 342	-	**39 206**
- due to discounting	*2 659*	*13 342*	-	***16 001***
Change of estimates	(4 921)	(22 021)	-	**(26 942)**
Reclassifications	(22 456)	(59 078)	-	**(81 534)**
Balance at 31 December 2013	**85 095**	**370 966**	**-**	**456 061**

Current provisions	Provisions for motorway resurfacing	Provisions for capital expenditures (Phase II)	Other provisions	Total
Balance at 1 January 2012	**-**	**95 267**	**1 647**	**96 914**
Additions, including:	-	4 264	171	**4 435**
- due to discounting	-	*4 264*	-	***4 264***
Change of estimates	-	(880)	-	**(880)**
Utilisation	-	(57 298)	-	**(57 298)**
Reclassifications	-	8 871	-	**8 871**
Balance at 31 December 2012	**-**	**50 224**	**1 818**	**52 042**
Balance at 1 January 2013	**-**	**50 224**	**1 818**	**52 042**
Additions, including:	215	1 410	55	**1 680**
- due to discounting	*215*	*1 410*	-	***1 410***
Change of estimates	(10 356)	(49 442)	-	**(59 798)**
Utilisation	(233)	(22 365)	(1 036)	**(23 634)**
Reversal	-	-	(62)	**(62)**
Reclassifications	22 456	59 078	-	**81 534**
Balance at 31 December 2013	**12 082**	**38 905**	**775**	**51 762**

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).

During the current period 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 2.90% to 4.81%). As result of those changes the provision for resurfacing decreased by TPLN 1,516 (2012: increase of TPLN 6,403), 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 1,680 (2012: increase of TPLN 25,995), which was recognized as a decrease of concession intangible assets.

During the current period the Group made also a revaluation of 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 13,761 (2012: increase of TPLN 3,425), which in line with IAS 37 decreased operating expenses for the period. At the same time the provision for capital expenditures (Phase II) decreased by TPLN 69,783 (2012: decrease of TPLN 76,508), which was recognized as a decrease of concession intangible assets.

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

Other provisions as at 31 December 2013 comprised 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. The Group reflected aforementioned outcome of the proceedings in the calculation of the provision as at the end of the reporting period. In January 2014 Stalexport Autostrada Małopolska S.A. issued a cassation complaint in relation to the sentence of the Appeal Court mentioned above.

30. Trade and other payables (current)

	31 December 2013	*31 December 2012*
Trade payables to related parties	2 923	5 262
Trade payables to other parties	5 374	6 278
Amounts due to taxes, duties, social and health insurance and other benefits	3 092	1 429
Payroll liabilities	1 548	1 630
Liabilities upon guarantees granted	8 692	12 992
Other payables and accruals to related parties	811	7 230
Other payables and accruals to other parties	1 833	1 155
Total	**24 273**	**35 976**

Liabilities upon guarantees granted relate to guarantee provided to the State Treasury in respect of loan guarantee given to Huta Ostrowiec for modernization of a production line. In August 2008 the Group began the repayment of principal liability. Repayment schedule for these guarantee liabilities has been disclosed within note 32.4.

The balance of other payables and accruals consists mainly of suspended amounts being held as guarantee for execution of construction contracts and guarantee deposits concerning already completed construction works. The value of abovementioned payables amounted to TPLN 1,196 as at 31 December 2013 (31 December 2012: TPLN 7,516).

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

31. Financial instruments

31.1. Classification and fair value of financial instruments

The following table shows the carrying amounts and fair values of financial assets and liabilities, including their levels on the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

31 December 2013		Carrying amount						Fair value			
	Note	Financial assets measured at their fair value through profit or loss	Loans and receivables	Available-for-sale financial assets	Derivatives	Financial liabilities valued at amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value											
Equity instruments	17.2	-	-	271	-	-	**271**	271	-	-	**271**
		-	**-**	**271**	**-**	**-**	**271**				
Financial assets not measured at fair value											
Equity instruments*	17.2	-	-	1 587	-	-	**1 587**				
Trade and other receivables	20	-	9 774	-	-	-	**9 774**				
Non-current deposits	17.1	-	319 955	-	-	-	**319 955**				
Cash and cash equivalents	21	-	169 535	-	-	-	**169 535**				
		-	**499 264**	**1 587**	**-**	**-**	**500 851**				
Financial liabilities measured at fair value											
Hedge derivatives***	31.2	-	-	-	(14 351)	-	**(14 351)**	-	(14 351)	-	**(14 351)**
		-	**-**	**-**	**(14 351)**	**-**	**(14 351)**				
Financial liabilities not measured at fair value											
Loans and borrowings	24	-	-	-	-	(247 306)	**(247 306)**				
Finance lease liabilities	25	-	-	-	-	(61)	**(61)**				
Concession payments**	27	-	-	-	-	(175 329)	**(175 329)**				
Liabilities upon guarantees granted	30	-	-	-	-	(8 692)	**(8 692)**				
Trade and other payables	30	-	-	-	-	(21 186)	**(21 186)**				
		-	**-**	**-**	**-**	**(452 574)**	**(452 574)**				

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

31 December 2012		Carrying amount						Fair value			
	Note	Financial assets measured at their fair value through profit or loss	Loans and receivables	Available-for-sale financial assets	Derivatives	Financial liabilities valued at amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value											
Investments in asset management funds	17.2	22 684	-	-	-	-	**22 684**	22 684	-	-	**22 684**
Equity instruments	17.2	-	-	1 447	-	-	**1 447**	1 447	-	-	**1 447**
		22 684	**-**	**1 447**	**-**	**-**	**24 131**				
Financial assets not measured at fair value											
Equity instruments*	17.2	-	-	2 024	-	-	**2 024**				
Trade and other receivables	20	-	7 932	-	-	-	**7 932**				
Non-current deposits	17.1	-	264 340	-	-	-	**264 340**				
Cash and cash equivalents	21	-	141 502	-	-	-	**141 502**				
		-	**413 774**	**2 024**	**-**	**-**	**415 798**				
Financial liabilities measured at fair value											
Hedge derivatives***	31.2	-	-	-	(18 357)	-	**(18 357)**	-	(18 357)	-	**(18 357)**
		-	**-**	**-**	**(18 357)**	**-**	**(18 357)**				
Financial liabilities not measured at fair value											
Loans and borrowings	24	-	-	-	-	(273 969)	**(273 969)**				
Finance lease liabilities	25	-	-	-	-	(234)	**(234)**				
Concession payments**	27	-	-	-	-	(165 969)	**(165 969)**				
Liabilities upon guarantees granted	30	-	-	-	-	(20 571)	**(20 571)**				
Trade and other payables	30	-	-	-	-	(29 628)	**(29 628)**				
		-	**-**	**-**	**-**	**(490 371)**	**(490 371)**				

* 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.

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

*** Fair value of hedge derivatives (interest rate SWAP) is based on discounted future cash flows for undersigned transactions, constituting a difference between cash flows based on forecasted floating interest rate (6M WIBOR) and cash flows based on fixed interest rate (see note 32.3 for more details).

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

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).

31.2. Hedge accounting

Cash flow hedge accounting

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 cash flow hedge accounting is applied. Derivatives i.e. interest rate swap are used as hedging instruments.

The expected cash flows subject to hedge are taking place in semi-annual periods between the 31 March 2009 and the 28 December 2020. The expected date of hedging transaction recognition in profit or loss matches the date of cash flows being hedged (see also notes 22.3 and 5.11.2).

Liability deriving from the valuation of the hedging instruments as at 31 December 2013 amounted to TPLN 14,351 (31 December 2012: TPLN 18,357). The impact of future cash flow hedge accounting identified as effective, was recognized in other comprehensive income.

32. Financial risk management

32.1. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or a counterparty fails to meet its contractual obligations, and it arises principally from the Group's receivables from customers and investment securities. The Group places its cash and cash equivalents in financial institutions with high credit ratings.

The following table shows the Group's maximum exposure to the credit risk:

	31 December 2013	*31 December 2012*
Other non-current investments	320 024	264 409
Current investments	1 789	26 086
Trade and other receivables	10 057	9 432
Cash and cash equivalents	169 535	141 502
Total	**501 405**	**441 429**

32.2. Stock exchange indexes fluctuations risk

Stock exchange indexes fluctuations risk relates to risk of possible financial losses due to fluctuations of stock exchange quotations. The risk concerns the shares of public listed companies disclosed as available-for-sale financial assets.

The following table shows Group's maximum exposure to stock exchange indexes fluctuations risk:

	31 December 2013	*31 December 2012*
Available-for-sale financial assets	271	1 447

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

32.3. Market risk

Market risk is the risk that changes in market demand, supply and prices, as well as other factors will affect the Group's financial results and controlled assets value (such as foreign exchange rates, interest rates and cost of capital). The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Interest rate risk

The Group's exposure to the interest rate risk relates mainly to cash and cash equivalents, interest-bearing loans and borrowings and other payables based on floating interest rate WIBOR + margin.

The table below presents susceptibility profile of the Group (maximum exposure) to the risk of interest rate fluctuations by means of presentation of financial instruments according to fixed and floating interest rate:

	Carrying amount *31 December 2013*	Carrying amount *31 December 2012*
Fixed interest rate instruments		
Financial assets	319 955	264 340
Total	**319 955**	**264 340**
Floating interest rate instruments		
Financial assets	169 535	149 956
Financial liabilities	(428 658)	(455 996)
Total	**(259 123)**	**(306 040)**

In accordance with provisions of financing agreements concluded on 27 May 2008, SAM S.A. and three banks: WestLB Bank Polska S.A. (currently FM Bank PBP S.A.), PEKAO S.A., DEPFA Bank, struck interest rate swaps transactions in relation to Project Loan Agreement. The aim of those transactions was to swap cash flow based on floating interest rate (6M WIBOR) for cash flow based on fixed interest rate. As at 31 December 2013, SAM S.A. owned interest rate swaps hedging against the risk of future interest rates fluctuations in relation to bank loan amounting to PLN 170 million, which constituted up to 50% of maximum amount of bank loan, which might have been drawn in accordance with Project Loan Agreement (during the period from 30 September 2008 to 30 September 2010 the transactions secured interest flows in relation to bank loan of PLN 70 million, during the period from 1 October 2010 to 28 December 2020 the transactions will hedge interest flows in relation to bank loan up to PLN 190 million). The maturities of secured interest payments in hedging transactions are in line with the maturities of interest outflows resulting from the Project Loan Agreement.

While managing interest rate risk, the Group, in addition to transactions described above, aims to reduce the impact of interest rate fluctuations via current monitoring of financial market. Moreover, some investments are independent on WIBOR rate fluctuations.

The Group has conducted sensitivity analysis of floating and fixed interest rate financial instruments and hedge derivatives to changes of market interest rates. The table below presents the impact of increase or decrease of interest rate by 100 basis points on profit or loss for the period and equity. The analysis assumes that all other variables such as foreign exchange rates remain constant. The analysis was performed for current and comparable reporting periods.

	Profit or loss for the period		Equity	
	increase 100 bp	decrease 100 bp	increase 100 bp	decrease 100 bp
2013				
Floating interest rate instruments	(2 591)	2 591	(2 591)	2 591
Hedge derivatives	-	-	5 125	(5 125)
2012				
Floating interest rate instruments	(3 060)	3 060	(3 060)	3 060
Hedge derivatives	-	-	6 513	(6 513)

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

Foreign currency risk

At the end of 2013 foreign currency risk concerned cash and cash equivalents and trade and other payables.

The table below shows profile of the Group's sensibility (maximum exposure) to exchange rate change by means of presentation of financial instruments by currencies in which they are denominated.

Assets/liabilities by currency after conversion into PLN (in TPLN)

31 December 2013	EUR	USD
Cash and cash equivalents	166	45
Trade and other payables	(385)	-
Net consolidated statement of financial position exposure	**(219)**	**45**

31 December 2012	EUR	USD
Cash and cash equivalents	204	39
Trade and other payables	(333)	-
Net consolidated statement of financial position exposure	**(129)**	**39**

The Group performed sensitivity analysis of financial instruments denominated in foreign currencies to rate fluctuations. The table below presents the impact of strengthening or weakening of Polish zloty by 5 per cent in relation to all foreign currencies, on profit or loss for the period and equity. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Profit or loss for the period		**Equity**	
	increase of exchange rates by 5%	decrease of exchange rates by 5%	increase of exchange rates by 5%	decrease of exchange rates by 5%
2013	(9)	9	(9)	9
2012	(5)	5	(5)	5

32.4. Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The Group's approach to managing liquidity is to ensure, possession of financial means necessary to fulfil Group's financial and investment liabilities using the most attractive sources of financing.

Liquidity management focuses on detailed analysis, planning and undertaking suitable actions related to working capital and net financial indebtedness.

The table below shows the maximum Group's exposure to liquidity risk:

31 December 2013

Non-derivative financial liabilities	**Carrying value**	**Contracted cash flow value**	**up to 6 months**	**6-12 months**	**1-2 years**	**2-5 years**	**over 5 years**
Liabilities upon guarantees granted	**8 692**	**(8 794)**	(7 708)	(1 086)	-	-	-
Concession payments	**175 329**	**(222 918)**	-	-	-	(37 797)	(185 121)
Secured bank loans	**247 306**	**(305 317)**	(20 187)	(21 144)	(43 457)	(138 359)	(82 170)
Other non-current liabilities	**8 697**	**(8 697)**	-	-	(6 352)	(2 345)	-
Finance lease liabilities	**61**	**(64)**	(31)	(16)	(17)	-	-
Trade and other payables	**15 581**	**(15 581)**	(15 581)	-	-	-	-
Derivatives outflows							
Interest rate swaps used for hedging	**14 351**	**(16 618)**	(3 796)	(2 359)	(3 855)	(5 543)	(1 065)
Total	**470 017**	**(577 989)**	**(47 303)**	**(24 605)**	**(53 681)**	**(184 044)**	**(268 356)**

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

31 December 2012

Non-derivative financial liabilities	Carrying value	Contracted cash flow value	up to 6 months	6-12 months	1-2 years	2-5 years	over 5 years
Liabilities upon guarantees granted	**20 571**	**(21 562)**	(7 027)	(6 823)	(7 712)	-	-
Concession payments	**165 969**	**(222 918)**	-	-	-	-	(222 918)
Secured bank loans	**273 969**	**(367 490)**	(22 926)	(23 333)	(46 680)	(142 289)	(132 262)
Other non-current liabilities	**8 073**	**(8 073)**	-	-	(330)	(7 743)	-
Finance lease liabilities	**234**	**248**	116	61	54	17	-
Trade and other payables	**22 984**	**(22 984)**	(22 984)	-	-	-	-
Derivatives outflows							
Interest rate swaps used for hedging	**18 357**	**(20 738)**	(1 298)	(2 153)	(4 217)	(9 222)	(3 848)
Total	**510 157**	**(663 517)**	**(54 119)**	**(32 248)**	**(58 885)**	**(159 237)**	**(359 028)**

32.5. Capital management

The Group's policy is to maintain strong capital base, which should be foundation for positive perception of the Group by investors, creditors and market and should also lead to further business development. The Group monitors the changes in ownership, return on equity and debt/equity ratios.

The Group aims is to achieve a return on equity ratio at the level considered satisfactory by the shareholders.

The Company and its subsidiaries, which are the joint stock companies, are subject to the regulation resulting from art. 396 § 1 of the Polish Commercial Companies Code, which requires that at least 8% of profit for a given accounting year should be assigned to supplementary capital, until this capital reaches at least 1/3 of the share capital.

The net debt to adjusted equity ratio at the end of the reporting period was as follows:

	31 December 2013	***31 December 2012***
Total liabilities	998 835	1 109 205
minus		
Provisions for capital expenditure (Phase II)	409 871	488 947
Derivatives (net of deferred tax effect)	11 624	14 869
Non-current deposits	319 955	264 340
Cash and cash equivalents	169 535	141 502
Net debt	**87 850**	**199 547**
Total equity	248 510	186 491
minus		
Hedge reserve	(10 612)	(14 537)
Adjusted equity	**259 122**	**201 028**
Net debt to adjusted equity ratio	**0.34**	**0.99**

There were no changes in the capital management policy during the accounting year.

33. Operating leases

As at 31 December 2013 neither of companies constituting the Group was under operating lease agreement.

34. Capital expenditure commitments

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 31 December 2013, out of which TPLN 4,449 concerned works invoiced in 2013. The execution of Contract F2b-1-2009 ended the foreseen renovation program of all bridges under the Concession Holder maintenance on the section of A-4 motorway subject to the Concession Agreement.

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 31 December 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 8,645. 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 31 December 2013 the financial progress of the project (value of construction works invoiced) amounted to TPLN 8,645 (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) ranges from TPLN 15,397 to TPLN 15,862, depending on the functionality and interoperability of electronic toll collection system, which introduction is possible under 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 31 December 2013 the mobilization and design phases were completed. The financial progress of the project (value of works invoiced) amounted to TPLN 1,764 (11.1% 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-ŻELBET Sp. z o.o. amounting to TPLN 2,862. The contract involved the construction of three noise screens along the A4 motorway with a total length of 1.6 km and was to be executed using “Design and Build” formula. In August 2013, after completion of mobilization and design phases, the execution phase commenced, which was finalised in December 2013. As at 31 December 2013 the financial progress of the project (value of works invoiced) amounted to TPLN 2,862 (100% 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. As at 31 December 2013 the contractor completed the mobilization phase - the financial progress of the project (value of works invoiced) amounted to TPLN 892 (4.5% of the contract value).

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

35. Contingent liabilities

Contingent liabilities relate to guarantees given to related entities amounting to TPLN 17,098 (31 December 2012: TPLN 15,574).

36. Related parties transactions

36.1. Intragroup receivables and liabilities

31 December 2013	Receivables	Trade payables	Guarantees and suspended amounts*
Atlantia S.p.A.	-	17	-
Parent entities	***-***	***17***	***-***
Autostrada Mazowsze S.A. w likwidacji	-	-	-
Biuro Centrum Sp. z o.o.	7	81	-
Associates	***7***	***81***	***-***
Pavimental S.p.A. S.A. Oddział w Polsce	-	-	6 584
Pavimental Polska Sp. z o.o.	4	1 605	2 029
Spea Ingegneria Europea S.p.A.	-	29	-
Autostrade Tech S.p.A.	8	1 192	176
Other related entities	***12***	***2 826***	***8 789***
Total	**19**	**2 924**	**8 789**

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**

*see notes 27 and 30

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

36.2. Related parties transactions

2013	Revenue	Other income	Finance income	Cost of acquired goods and services	Capital expenditures and resurfacing works
Autostrada Mazowsze S.A. w likwidacji	36	-	-	-	-
Biuro Centrum Sp. z o.o.	263	-	-	(2 918)	-
Associates	***299***	***-***	***-***	***(2 918)***	***-***
Pavimental S.p.A.	-	-	-	-	(5 340)
Pavimental Polska Sp. z o.o.	124	-	-	(1 086)	(11 463)
Autogrill Polska Sp. z o.o.	55	-	-	-	-
Spea Ingegneria Europea S.p.A.	-	-	-	-	(29)
Autostrade Tech S.p.A.	8	-	-	-	(1 764)
Other related entities	***187***	***-***	***-***	***(1 086)***	***(18 596)***
Total	**486**	**-**	**-**	**(4 004)**	**(18 596)**

2012	Revenue	Other income	Finance income	Cost of acquired goods and services	Capital expenditures and resurfacing works
Autostrada Mazowsze S.A.	41	-	10	-	-
Biuro Centrum Sp. z o.o.	165	5	-	(1 597)	-
Associates	***206***	***5***	***10***	***(1 597)***	***-***
Pavimental S.p.A.	-	-	-	-	(40 111)
Pavimental Polska Sp. z o.o.	174	-	-	(2 217)	(10 964)
Autogrill Polska Sp. z o.o.	59	-	-	-	-
Spea Ingegneria Europea S.p.A.	-	-	-	(239)	-
Other related entities	***233***	***-***	***-***	***(2 456)***	***(51 075)***
Total	**439**	**5**	**10**	**(4 053)**	**(51 075)**

36.3. Transactions with key personnel

The remuneration cost of the key and supervising personnel of the Group was as follows:

	2013	*2012*
the Company		
Management Board	1 899	2 251
Supervisory Board	63	63
Subsidiaries		
Management Boards	1 966	1 599
Supervisory Boards	5	69
Total	**3 933**	**3 982**

In 2013 and 2012 the Group did not grant any loans to the Members of Management Board or Supervisory Board Members of the companies constituting the Group. The Group did not grant to the above mentioned individuals any advance payments or guarantees.

37. Remuneration of entity examining the financial statements and its related entities

Information regarding the remuneration of entity assigned to examine the consolidated financial statements has been provided within point 5.20 of the Management Board Report on the activities of the Group.

38. Subsequent events

There were no significant subsequent events, which should be disclosed in the consolidated financial statements for the year 2013.