

**Západoslovenská energetika, a.s.**

**Independent Auditor's Report and  
Consolidated Financial Statements  
for the year ended 31 December 2014  
prepared in accordance with  
International Financial Reporting Standards  
as adopted by the European Union**

# Západoslovenská energetika, a.s.

Consolidated financial statements at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

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## INDEPENDENT AUDITOR'S REPORT

To the Shareholders, the Supervisory Board and the Board of Directors of Západoslovenská energetika, a.s.:

We have audited the accompanying consolidated financial statements of Západoslovenská energetika, a.s. and its subsidiaries, which comprise the consolidated balance sheet as at 31 December 2014 and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

### The Board of Directors responsibility for the consolidated financial statements

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

### Auditor's responsibility

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

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

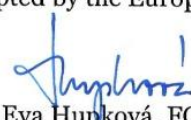
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Západoslovenská energetika, a.s. and its subsidiaries as at 31 December 2014 and their consolidated financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

  
PricewaterhouseCoopers Slovensko, s.r.o.  
SKAU licence No.: 161



  
Ing. Eva Hupková, FCCA  
SKAU licence No.: 672

In Bratislava, 25 March 2015

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Tax Identification No. of PricewaterhouseCoopers Slovensko, s.r.o. (DIČ) 2020270021.

VAT Reg. No. of PricewaterhouseCoopers Slovensko, s.r.o. (IČ DPH) SK2020270021.

Spoločnosť je zapísaná v Obchodnom registri Okresného súdu Bratislava I, pod vložkou č. 16611/B, oddiel: Sro.

The company is registered in the Commercial Register of Bratislava I District Court, ref. No. 16611/B, Section: Sro.

**Západoslovenská energetika, a.s.**

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Consolidated balance sheet at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

(All amounts are in thousands of Euro unless stated otherwise)

		As at 31 December	
	Note	2014	2013
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	7	689,542	654,528
Intangible assets	8	10,874	12,146
Other non-current asset		2,398	2,398
		<u>702,814</u>	<u>669,072</u>
<b>Current assets</b>			
Inventories	10	10,302	7,435
Trade and other receivables	11	92,002	113,813
Current income tax receivables		4,067	7,871
Cash and cash equivalents	12	32,044	22,777
		<u>138,415</u>	<u>151,896</u>
<b>Total assets</b>		<b><u>841,229</u></b>	<b><u>820,968</u></b>
<b>EQUITY AND LIABILITIES</b>			
<b>Share capital and reserves</b>			
Share capital	13	196,969	196,969
Legal reserve fund	13	39,421	39,421
Other reserves		(915)	(240)
Retained earnings		(302,029)	(332,567)
<b>Total equity</b>		<b><u>(66,554)</u></b>	<b><u>(96,417)</u></b>
<b>Non-current liabilities</b>			
Issued bonds	16	627,775	627,178
Pension and other provisions for liabilities and charges	18	11,677	10,844
Deferred revenues	14	79,769	78,320
Deferred income tax liabilities	17	19,676	14,492
		<u>738,897</u>	<u>730,834</u>
<b>Current liabilities</b>			
Issued bonds	16	4,114	4,138
Trade and other payables	15	158,251	175,786
Deferred revenues	14	5,940	5,926
Pension and other provisions for liabilities and charges	18	581	701
		<u>168,886</u>	<u>186,551</u>
<b>Total liabilities</b>		<b><u>907,783</u></b>	<b><u>917,385</u></b>
<b>Total equity and liabilities</b>		<b><u>841,229</u></b>	<b><u>820,968</u></b>

These consolidated financial statements have been approved for issue by the Board of Directors on 25 March 2015.

.....  
Jochen Kley

Chairman of the Board of Directors and CEO

.....  
Marian Rusko

Member of the Board of Directors

**Západoslovenská energetika, a.s.**

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Consolidated statement of comprehensive income for the year ended 31 December 2014  
prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

	Note	Year ended 31 December	
		2014	2013
Revenues	19	1,013,018	1,036,585
Purchase of electricity, gas and related fees	20	(751,228)	(762,167)
Employee benefits	21	(54,905)	(56,697)
Depreciation and amortization	21	(45,784)	(39,153)
Other operating expenses	21	(51,695)	(66,751)
Other operating income	22	10,237	15,008
Own work capitalised		17,661	13,908
<b>Profit from operations</b>		<b>137,304</b>	<b>140,733</b>
<b>Finance income</b>			
Interest income		168	156
Interest expense and other finance expenses	23	(22,210)	(5,161)
<b>Net finance income</b>		<b>(22,042)</b>	<b>(5,005)</b>
<b>Profit before tax</b>		<b>115,262</b>	<b>135,728</b>
Income tax expense	24	(31,114)	(33,383)
<b>Net profit</b>		<b>84,148</b>	<b>102,345</b>
Other comprehensive income (items that will not subsequently be reclassified to profit or loss):		(675)	884
<b>Total comprehensive income</b>		<b>83,473</b>	<b>103,229</b>
<b>Earnings per share</b> (expressed in EUR per share)			
- basic	28	14.179	17.245
- diluted	28	14.179	17.245

**Západoslovenská energetika, a.s.**

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Consolidated statement of changes in equity for the year ended 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

	Share capital	Legal reserve fund	Other funds	Other reserves*)	Retained earnings	Total
<b>Balance at 1 January 2013</b>	<b>196,969</b>	<b>39,421</b>	<b>45,467</b>	<b>(1,124)</b>	<b>216,933</b>	<b>497,666</b>
<b>Comprehensive income</b>						
Profit for the year	-	-	-	-	102,345	102,345
Other comprehensive income	-	-	-	884	-	884
<b>Total comprehensive income for year 2013</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>884</b>	<b>102,345</b>	<b>103,229</b>
Transfers (Note 13)	-	-	(45,467)	-	45,467	-
<b>Transaction with owners</b>						
Dividends	-	-	-	-	(697,312)	(697,312)
<b>Transaction with owners</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(697,312)</b>	<b>(697,312)</b>
<b>Balance at 31 December 2013</b>	<b>196,969</b>	<b>39,421</b>	<b>-</b>	<b>(240)</b>	<b>(332,567)</b>	<b>(96,417)</b>
<b>Comprehensive income</b>						
Profit for the year	-	-	-	-	84,148	84,148
Other comprehensive income	-	-	-	(675)	-	(675)
<b>Total comprehensive income for year 2014</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(675)</b>	<b>84,148</b>	<b>83,473</b>
<b>Transaction with owners</b>						
Dividends (Note 13)**)	-	-	-	-	(52,213)	(52,213)
	-	-	-	-	<b>(52,213)</b>	<b>(52,213)</b>
Other	-	-	-	-	(1,397)	(1,397)
<b>Balance at 31 December 2014</b>	<b>196,969</b>	<b>39,421</b>	<b>-</b>	<b>(915)</b>	<b>(302,029)</b>	<b>(66,554)</b>

\*) Other reserves include remeasurements post-employment benefit obligations net of tax.

\*\*) Dividends are paid on the basis of separate financial statements of Západoslovenská energetika, a.s. The distributable retained earnings of Západoslovenská energetika, a.s. are disclosed in Note 13.

**Západoslovenská energetika, a.s.**

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Consolidated cash flow statement for the year ended 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

	Note	Year ended 31 December	
		2014	2013
<b>Cash flows from operating activities</b>			
Cash generated from operations	25	173,709	191,771
Interest received		168	156
Interest paid		(21,070)	(72)
Income tax paid		(21,933)	(34,714)
Net cash from operating activities		<b>130,874</b>	<b>157,141</b>
<b>Cash flows from investing activities</b>			
Purchase of property and equipment and intangibles		(70,503)	(74,374)
Dividends received	22	629	4,041
Proceeds from sale of short-term investment		480	-
Proceeds from sale of property and equipment	25	-	1,223
Net cash used in investing activities		<b>(69,394)</b>	<b>(69,110)</b>
<b>Cash flows from financing activities</b>			
Proceeds from issued bonds		-	627,996
Other expenditures related to issued bonds		-	(1,367)
Dividends paid	13, 29	(52,213)	(697,312)
Net cash used in financing activities		<b>(52,213)</b>	<b>(70,683)</b>
<b>Net increase in cash and cash equivalents</b>		<b>9,267</b>	<b>17,348</b>
<b>Cash and cash equivalents at beginning of year</b>	12	<b>22,644</b>	<b>5,296</b>
<b>Cash and cash equivalents at end of year</b>	12	<b>31,911</b>	<b>22,644</b>

Notes to the consolidated financial statements at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

## 1 General information

Západoslovenská energetika, a.s. ("the Company", "ZSE"), in its current legal form as a joint stock company, was established on 15 October 2001 and incorporated on 1 November 2001 into the Commercial Register of the District Court Bratislava I.

The Company is one of the three successors of Západoslovenské energetické závody, štátny podnik, a state owned entity. On 31 October 2001, this state enterprise was wound up on a solvent basis, based on the resolution No. 96/2001 of the Slovak Minister of Economy. One day later, its assets and liabilities were transferred to the National Property Fund ("NPF") of the Slovak Republic in accordance with the relevant privatisation project. On 1 November 2001, the NPF contributed the assets and liabilities them to the following joint-stock companies: Západoslovenská energetika, a.s., Bratislavská teplárenská, a.s. and Trnavská teplárenská, a.s.

The assets and liabilities were recorded by the successor companies at historical carrying amounts as reported by Západoslovenské energetické závody, štátny podnik as at 31 October 2001.

On 5 September 2002, the National Property Fund of the Slovak Republic sold 49% of the outstanding share capital of ZSE to E.ON Energie AG, Germany.

On 16 December 2003, E.ON Energie AG transferred 9% of total share capital of ZSE to European Bank for Reconstruction and Development (EBRD). These shares were transferred by EBRD back to E.ON Energie AG on 21 August 2012.

On 27 May 2008, E.ON Energie AG contributed shares representing 40% of ZSE's share capital to its wholly owned subsidiary E.ON Slovensko. At the end of 2012, E.ON Slovensko transferred shares representing 1% of ZSE's share capital to E.ON Energie AG.

According to the Act No. 197/2014 Coll. by which the Act No. 92/1991 Coll. on transfer conditions of state property to another person as amended is amending, on 1 August 2014 all the Shares held by the National Property Fund of the Slovak Republic in the Company representing 51% share of registered capital of the Company, were assigned to the state (Slovak Republic) on behalf of which the Ministry of Economy of the Slovak Republic is acting.

The described transactions resulted in the following structure of the Company's shareholders at 31 December 2014:

	Absolute amount in thousands Euros	Interest in share capital in %	Voting rights
Ministry of Economics of Slovak Republic	100,454	51%	51
E.ON Slovensko, a.s.	76,818	39%	39
E.ON Energie AG	19,697	10%	10
<b>Total</b>	<b>196,969</b>	<b>100%</b>	<b>100</b>

The structure of Company's shareholders at 31 December 2013 was as follows:

	Absolute amount in thousands Euros	Interest in share capital in %	Voting rights
National Property Fund (NPF)	100,454	51%	51
E.ON Slovensko, a.s.	76,818	39%	39
E.ON Energie AG	19,697	10%	10
<b>Total</b>	<b>196,969</b>	<b>100%</b>	<b>100</b>



The Group provides electricity distribution and supply services primarily in the Western Slovakia region. At the end of 2011, the Group's supply business commenced offering gas to large industrial customers and since April 2012 to SMEs and households in addition to electricity. The Group also operates two small hydroelectric plants which do not represent significant part of total revenues and is engaged in some ancillary activities such as small scale electricity network construction and maintenance related projects for the third parties.

The Regulatory Office of Network Industries ("RONI") regulates certain aspects of the Group's relationships with its customers, including the pricing of electricity and gas and services provided to certain classes of the Group's customers.

As required by the directive of European Union 2003/54/ES and by Energy Law No. 656/2004 Coll., the Company separated its distribution networks and its supply business to separate subsidiaries, Západoslovenská distribučná, a.s. and ZSE Energia, a.s. with effect from 1 July 2007. Further information on the Group structure is provided in Note 5.

Throughout these consolidated financial statements, ZSE together with its subsidiaries (see Note 5), is referred to as the "Group".

Ministry of Economics of Slovak Republic, based in Bratislava, owns 51% of the Company's registered capital.

E.ON Slovensko, a.s. which currently owns a 39% shareholding in the Company's registered capital is consolidated as a 100% subsidiary by E.ON Energie AG, Munich, Germany. E.ON Energie AG which owns 10% of the Company's shares is a subsidiary of E.ON SE, based in Düsseldorf, Germany. E.ON SE prepares the consolidated financial statements for all group companies of the consolidation group and acts as a direct consolidating company.

The members of the statutory bodies during the years ended 31 December 2014 and 31 December 2013 were as follows:

<b>Board of Directors:</b>	<b>As at 31 December 2014</b>	<b>As at 31 December 2013</b>
Chairman:	Jochen Kley	Jochen Kley
Vice Chairman:	Ing. Peter Adamec, PhD.	Ing. Peter Adamec, PhD.
Members:	Mgr. Juraj Krajcár Ing. Ján Rusnák Marian Rusko	Mgr. Juraj Krajcár Ing. Ján Rusnák Marian Rusko

<b>Supervisory Board:</b>	<b>As at 31 December 2014</b>	<b>As at 31 December 2013</b>
Chairman:	Ing. Ľubomír Streicher	Ing. Ľubomír Streicher
Vice Chairman:	Lars Lagerkvist	Lars Lagerkvist
Members:	Silvia Šmátralová Ing. Emil Baxa (resigned on 16 December 2014) Ing. Peter Hanulík Ing. Marek Hargaš Ing. Boris Hradecký JUDr. Libor Samec Robert Polakovič Ing. Martin Mislovič (appointed on 17 December 2014)	Silvia Šmátralová Ing. Emil Baxa Ing. Peter Hanulík Ing. Marek Hargaš Ing. Boris Hradecký JUDr. Libor Samec Robert Polakovič -

Neither Západoslovenská energetika, a.s. nor its subsidiaries are shareholders with unlimited liability in other accounting entities.

As part of the sale of 49% of shares to E.ON Energie AG, the National Property Fund of Slovakia and E.ON Energie AG have entered into a Shareholders' Agreement which was subsequently amended in preparation for the unbundling of distribution and supply to separate legal entities. The current shareholders of the Company are party to the amended Shareholders Agreement which sets out among others the areas of responsibility and decision making for the General Meeting, Board of Directors and for the Supervisory Board of the Company, as well as the rules for nomination of members of the boards. The majority of the members of the Board of Directors are nominated by E.ON Energie AG. The National Property Fund appoints the majority of the Supervisory Board. The Supervisory Board has extensive competences in addition to the powers given to it by Slovak corporate law. The Supervisory Board acts as the supreme controlling body of the Company.

According to the Company's Articles of the Association, the Supervisory Board has 9 members, two thirds of the members are appointed by the General Meeting of the Company and one third is elected by the Company's employees.

The Board of Directors and Supervisory Board approve the annual Strategic Plan. The Supervisory Board approves significant transactions at variance with the Strategic Plan. The General Meeting adopts decisions with a qualified majority of two thirds of votes.

As a result of the described structure, the Group is jointly controlled by the Slovak Republic and E.ON SE.

The Group employed 1,817 staff on average during 2014, of which 34 were management (2013: 1,846 employees on average, of which 40 were management).

#### **Registered address:**

Čulenova 6  
816 47 Bratislava  
Slovak Republic

Identification number (IČO) of the Company is: 35 823 551  
Tax identification number (IČ DPH) of the Company is: SK2020285256

## **2 Summary of significant accounting policies**

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

### **2.1 Basis of preparation**

The Act on Accounting of the Slovak republic No. 431/2002 Coll. as amended requires the Group to prepare consolidated financial statements for the year ended 31 December 2014 in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS").

The Group's consolidated financial statements at 31 December 2014 have been prepared as ordinary consolidated financial statements in accordance with the Slovak Act No. 431/ 2002 Coll. ("Accounting Act") for the accounting period from 1 January 2014 to 31 December 2014.

The consolidated financial statements have been prepared in compliance with International Financial Reporting Standards as adopted by European Union on going concern basis of the Group. The Group applies all IFRS and interpretations issued by International Accounting Standards Board (herein after "IASB") as adopted by the European Union, which were in force as of 31 December 2014.

The consolidated financial statements were prepared on an accrual basis and under the going concern principle. The consolidated financial statements have been prepared under the historical cost convention.

The Board of Directors may propose to the Company's shareholders to amend the consolidated financial statements until their approval by the General Shareholders Meeting. However, § 16, points 9 to 11 of the Accounting Act prohibit reopening an entity's accounting records after the financial statements are approved by the General shareholders' meeting. If, after the financial statements are approved, management identifies that comparative information would not be consistent with the current period information, the Accounting Act allows entities to restate comparative information in the accounting period in which the relevant facts are identified.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies on problematic transactions. In the process of applying of accounting policies management of the Company also realizes certain critical decisions. The areas involving a higher degree of complexity of judgement, or areas where assumptions and estimates are significant for the financial statements are disclosed in Note 4.

These consolidated financial statements are prepared in thousands of Euro ("EUR").

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### 2.1.1 Changes in accounting policy and disclosures

- (a) New standards, interpretations and amendments adopted by the Company during the financial year ended 31 December 2014

The following new standards and interpretations became effective for the Group from 1 January 2014:

***Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32, Financial instruments: Presentation (issued in December 2011 and effective for annual periods beginning on or after 1 January 2014)***. The amendment added application guidance to IAS 32 to address inconsistencies identified in applying some of the offsetting criteria. This includes clarifying the meaning of 'currently has a legally enforceable right of set-off' and that some gross settlement systems may be considered equivalent to net settlement. This amendment does not have a material impact on the Group's financial statements. This amendment was endorsed by the EU on 13 December 2012.

***IFRS 10, Consolidated Financial Statements (issued in May 2011 and effective for annual periods beginning on or after 1 January 2014)***, replaces all of the guidance on control and consolidation in IAS 27, Consolidated and Separate Financial Statements and SIC-12, Consolidation – Special-purpose Entities. IFRS 10 changes the definition of control so that the same criteria are applied to all entities to determine control. This definition is supported by extensive application guidance. The standard does not have a material impact on the Group's financial statements. This standard was endorsed by the EU on 11 December 2012.

***IFRS 11, Joint Arrangements (issued in May 2011 and effective for annual periods beginning on or after 1 January 2014)***, replaces standard IAS 31, Interests in Joint Ventures and SIC-13, Jointly Controlled Entities - Non-Monetary Contributions by Ventures. Changes in the definitions have reduced the number of types of joint arrangements to two: joint operations and joint ventures. The existing policy choice of proportionate consolidation for jointly controlled entities has been eliminated. Equity accounting is mandatory for participants in joint ventures. The standard does not have a material impact on the Group's financial statements. This standard was endorsed by the EU on 11 December 2012.

***IFRS 12, Disclosure of Interests in Other Entities (issued in May 2011 and effective for annual periods beginning on or after 1 January 2014)***, applies to entities that have an interest in a subsidiary, a joint arrangement, an associate or an unconsolidated structured entity. It replaces the disclosure requirements currently found in IAS 28, Investments in associates. IFRS 12 requires entities to disclose information that helps financial statement readers to evaluate the nature, risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities. To meet these objectives, the new standard requires disclosures in a number of areas, including significant judgements and assumptions made in determining whether an entity controls, jointly controls, or significantly influences its interests in other entities, extended disclosures on share of non-controlling interests in group activities and cash flows, summarized financial information of subsidiaries with material non-controlling interests, and detailed disclosures of interests in unconsolidated structured entities. The standard does not have a material impact on the Group's financial statements. This standard was endorsed by the EU on 11 December 2012.

**Investment Entities - Amendments to IFRS 10, IFRS 12 and IAS 27 (issued on 31 October 2012 and effective for annual periods beginning on or after 1 January 2014).** The amendment introduced a definition of an investment entity as an entity that (i) obtains funds from investors for the purpose of providing them with investment management services, (ii) commits to its investors that its business purpose is to invest funds solely for capital appreciation or investment income and (iii) measures and evaluates its investments on a fair value basis. An investment entity will be required to account for its subsidiaries at fair value through profit or loss, and to consolidate only those subsidiaries that provide services that are related to the entity's investment activities. IFRS 12 was amended to introduce new disclosures, including any significant judgements made in determining whether an entity is an investment entity and information about financial or other support to an unconsolidated subsidiary, whether intended or already provided to the subsidiary. These amendments to the standards do not have a material impact on the Group's financial statements. These amendments were endorsed by the EU on 20 November 2013.

**Transition Guidance Amendments to IFRS 10, IFRS 11 and IFRS 12 (issued in June 2012 and effective for annual periods beginning on or after 1 January 2014).** The amendments clarify the transition guidance in IFRS 10 "Consolidated Financial Statements". Entities adopting IFRS 10 should assess control at the first day of the annual period in which IFRS 10 is adopted, and if the consolidation conclusion under IFRS 10 differs from IAS 27 and SIC 12, the immediately preceding comparative period (that is, year 2013 for a calendar year-end entity that adopts IFRS 10 in 2014) is restated, unless impracticable. The amendments also provide additional transition relief in IFRS 10 "Consolidated Financial Statements", IFRS 11 "Joint Arrangements" and IFRS 12 "Disclosure of Interests in Other Entities", by limiting the requirement to provide adjusted comparative information only for the immediately preceding comparative period. Further, the amendments will remove the requirement to present comparative information for disclosures related to unconsolidated structured entities for periods before IFRS 12 is first applied. These amendments to the standards do not have a material impact on the Group's financial statements. These amendments were endorsed by the EU on 4 April 2013.

**IAS 27, Separate Financial Statements (revised in May 2011 and effective for annual periods beginning on or after 1 January 2014),** was changed and its objective is now to prescribe the accounting and disclosure requirements for investments in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. The guidance on control and consolidated financial statements was replaced by IFRS 10, *Consolidated Financial Statements*. The amendment to the standard does not have a material impact on the Group's financial statements. This amendment was endorsed by the EU on 11 December 2012.

**IAS 28, Investments in Associates and Joint Ventures (revised in May 2011 and effective for annual periods beginning on or after 1 January 2014).** The amendments to IAS 28 resulted from the Board's project on joint ventures. When discussing that project, the Board decided to incorporate the accounting for joint ventures using the equity method into IAS 28 because this method is applicable to both joint ventures and associates. With this exception, other guidance remained unchanged. The amendment to the standard does not have a material impact on the Group's financial statements. This amendment was endorsed by the EU on 11 December 2012.

**Amendments to IAS 36 - Recoverable Amount Disclosures for Non-financial Assets (issued in May 2013 and effective for annual periods beginning on or after 1 January 2014).** The amendments remove the requirement to disclose the recoverable amount when a CGU contains goodwill or indefinite lived intangible assets but there has been no impairment. The amendment to the standard does not have a material impact on the Group's financial statements. This amendment was endorsed by the EU on 19 December 2013.

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**Amendments to IAS 39 - Novation of Derivatives and Continuation of Hedge Accounting (issued in June 2013 and effective for annual periods beginning on or after 1 January 2014).** The amendments will allow hedge accounting to continue in a situation where a derivative, which has been designated as a hedging instrument, is novated (i.e. parties have agreed to replace their original counterparty with a new one) to effect clearing with a central counterparty as a result of laws or regulation, if specific conditions are met. The amendment to the standard does not have a material impact on the Group's financial statements. This amendment was endorsed by the EU on 19 December 2013.

- (b) New standards, interpretations and amendments issued but not effective for the financial year beginning 1 January 2014 and not early adopted

Certain new standards and interpretations have been issued that are mandatory for the annual periods beginning on or after 1 January 2015 or later, and which the Group has not early adopted:

**IFRS 9, Financial Instruments: Classification and Measurement (issued in July 2014 and effective for annual periods beginning on or after 1 January 2018).**

Key features of the new standard are:

- Financial assets are required to be classified into three measurement categories: those to be measured subsequently at amortized cost, those to be measured subsequently at fair value through other comprehensive income (FVOCI) and those to be measured subsequently at fair value through profit or loss (FVPL).
- Classification for debt instruments is driven by the entity's business model for managing the financial assets and whether the contractual cash flows represent solely payments of principal and interest (SPPI). If a debt instrument is held to collect, it may be carried at amortized cost if it also meets the SPPI requirement. Debt instruments that meet the SPPI requirement that are held in a portfolio where an entity both holds to collect assets' cash flows and sells assets may be classified as FVOCI. Financial assets that do not contain cash flows that are SPPI must be measured at FVPL (for example, derivatives). Embedded derivatives are no longer separated from financial assets but will be included in assessing the SPPI condition.
- Investments in equity instruments are always measured at fair value. However, management can make an irrevocable election to present changes in fair value in other comprehensive income, provided the instrument is not held for trading. If the equity instrument is held for trading, changes in fair value are presented in profit or loss.
- Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The key change is that an entity will be required to present the effects of changes in own credit risk of financial liabilities designated at fair value through profit or loss in other comprehensive income.
- IFRS 9 introduces a new model for the recognition of impairment losses – the expected credit losses (ECL) model. There is a 'three stage' approach which is based on the change in credit quality of financial assets since initial recognition. In practice, the new rules mean that entities will have to record an immediate loss equal to the 12-month ECL on initial recognition of financial assets that are not credit impaired (or lifetime ECL for trade receivables). Where there has been a significant increase in credit risk, impairment is measured using lifetime ECL rather than 12-month ECL. The model includes operational simplifications for lease and trade receivables.

- Hedge accounting requirements were amended to align accounting more closely with risk management. The standard provides entities with an accounting policy choice between applying the hedge accounting requirements of IFRS 9 and continuing to apply IAS 39 to all hedges because the standard currently does not address accounting for macro hedging.

The Group is currently assessing the impact of the new standard on its financial statements. This standard has not yet been endorsed by the EU.

**IFRIC 21 - Levies (issued on 20 May 2013 and effective in EU for annual periods beginning on or after 17 June 2014).** The interpretation clarifies the accounting for an obligation to pay a levy that is not income tax. The obligating event that gives rise to a liability is the event identified by the legislation that triggers the obligation to pay the levy. The fact that an entity is economically compelled to continue operating in a future period, or prepares its financial statements under the going concern assumption, does not create an obligation. The same recognition principles apply to interim and annual financial statements. The application of the interpretation to liabilities arising from emissions trading schemes is optional. The Group is currently assessing the impact of the interpretation on its financial statements. This interpretation was endorsed by the EU on 13 June 2014.

**Amendments to IAS 19 – Defined Benefit Plans: Employee Contributions (issued in November 2013 and effective for annual periods beginning on or after 1 July 2014).** The amendment allows entities to recognize employee contributions as a reduction in the service cost in the period in which the related employee service is rendered, instead of attributing the contributions to the periods of service, if the amount of the employee contributions is independent of the number of years of service. The Group is currently assessing the impact of the amendment on its financial statements. This amendment was endorsed by the EU on 17 December 2014.

**Annual Improvements to IFRSs 2012 (issued in December 2013 and effective for annual periods beginning on or after 1 July 2014, unless otherwise stated below).** The improvements consist of changes to seven standards. IFRS 2 was amended to clarify the definition of a 'vesting condition' and to define separately 'performance condition' and 'service condition'; The amendment is effective for share-based payment transactions for which the grant date is on or after 1 July 2014. IFRS 3 was amended to clarify that (i) an obligation to pay contingent consideration which meets the definition of a financial instrument is classified as a financial liability or as equity, on the basis of the definitions in IAS 32, and (ii) all non-equity contingent consideration, both financial and non-financial, is measured at fair value at each reporting date, with changes in fair value recognised in profit and loss. Amendments to IFRS 3 are effective for business combinations where the acquisition date is on or after 1 July 2014. IFRS 8 was amended to require (i) disclosure of the judgements made by management in aggregating operating segments, including a description of the segments which have been aggregated and the economic indicators which have been assessed in determining that the aggregated segments share similar economic characteristics, and (ii) a reconciliation of segment assets to the entity's assets when segment assets are reported. The basis for conclusions on IFRS 13 was amended to clarify that deletion of certain paragraphs in IAS 39 upon publishing of IFRS 13 was not made with an intention to remove the ability to measure short-term receivables and payables at invoice amount where the impact of discounting is immaterial. IAS 16 and IAS 38 were amended to clarify how the gross carrying amount and the accumulated depreciation are treated where an entity uses the revaluation model. IAS 24 was amended to include, as a related party, an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity ('the management entity'), and to require to disclose the amounts charged to the reporting entity by the management entity for services provided. The Group is currently assessing the impact of the amendments on its financial statements. These amendments were endorsed by the EU on 17 December 2014.

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**Annual Improvements to IFRSs 2013 (issued in December 2013 and effective for annual periods beginning on or after 1 July 2014).** The improvements consist of changes to four standards. The basis for conclusions on IFRS 1 is amended to clarify that, where a new version of a standard is not yet mandatory but is available for early adoption; a first-time adopter can use either the old or the new version, provided the same standard is applied in all periods presented. IFRS 3 was amended to clarify that it does not apply to the accounting for the formation of any joint arrangement under IFRS 11. The amendment also clarifies that the scope exemption only applies in the financial statements of the joint arrangement itself. The amendment of IFRS 13 clarifies that the portfolio exception in IFRS 13, which allows an entity to measure the fair value of a group of financial assets and financial liabilities on a net basis, applies to all contracts (including contracts to buy or sell non-financial items) that are within the scope of IAS 39 or IFRS 9. IAS 40 was amended to clarify that IAS 40 and IFRS 3 are not mutually exclusive. The guidance in IAS 40 assists preparers to distinguish between investment property and owner-occupied property. Preparers also need to refer to the guidance in IFRS 3 to determine whether the acquisition of an investment property is a business combination. The Group is currently assessing the impact of the amendments on its financial statements. These amendments were endorsed by the EU on 18 December 2014.

**IFRS 14, Regulatory Deferral Accounts (issued in January 2014 and effective for annual periods beginning on or after 1 January 2016).** IFRS 14 permits first-time adopters to continue to recognize amounts related to rate regulation in accordance with their previous GAAP requirements when they adopt IFRS. However, to enhance comparability with entities that already apply IFRS and do not recognize such amounts, the standard requires that the effect of rate regulation must be presented separately from other items. An entity that already presents IFRS financial statements is not eligible to apply the standard. This standard has not yet been endorsed by the EU.

**Accounting for Acquisitions of Interests in Joint Operations - Amendments to IFRS 11 (issued on 6 May 2014 and effective for the periods beginning on or after 1 January 2016).** This amendment adds new guidance on how to account for the acquisition of an interest in a joint operation that constitutes a business. The Group is currently assessing the impact of the amendment on its financial statements. This amendment has not yet been endorsed by the EU.

**Clarification of Acceptable Methods of Depreciation and Amortization - Amendments to IAS 16 and IAS 38 (issued on 12 May 2014 and effective for the periods beginning on or after 1 January 2016).** In this amendment, the IASB has clarified that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The Group is currently assessing the impact of the amendments on its financial statements. These amendments have not yet been endorsed by the EU.

**IFRS 15, Revenue from Contracts with Customers (issued on 28 May 2014 and effective for the periods beginning on or after 1 January 2017).** The new standard introduces the core principle that revenue must be recognised when the goods or services are transferred to the customer, at the transaction price. Any bundled goods or services that are distinct must be separately recognised, and any discounts or rebates on the contract price must generally be allocated to the separate elements. When the consideration varies for any reason, minimum amounts must be recognised if they are not at significant risk of reversal. Costs incurred to secure contracts with customers have to be capitalised and amortized over the period when the benefits of the contract are consumed. The Group is currently assessing the impact of the new standard on its financial statements. This standard has not yet been endorsed by the EU.

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**Agriculture: Bearer plants - Amendments to IAS 16 and IAS 41 (issued on 30 June 2014 and effective for annual periods beginning 1 January 2016).** The amendments change the financial reporting for bearer plants, such as grape vines, rubber trees and oil palms, which now should be accounted for in the same way as property, plant and equipment because their operation is similar to that of manufacturing. Consequently, the amendments include them within the scope of IAS 16, instead of IAS 41. The standard is expected to have no impact on the Group's financial statements. The produce growing on bearer plants will remain within the scope of IAS 41. These amendments have not yet been endorsed by the EU.

**Equity Method in Separate Financial Statements - Amendments to IAS 27 (issued on 12 August 2014 and effective for annual periods beginning on or after 1 January 2016).** The amendments will allow entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. The Group is currently assessing the impact of the amendment on its financial statements. This amendment has not yet been endorsed by the EU.

**Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments to IFRS 10 and IAS 28 (issued on 11 September 2014 and effective for annual periods beginning on or after 1 January 2016).** These amendments address an inconsistency between the requirements in IFRS 10 and those in IAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business. A partial gain or loss is recognised when a transaction involves assets that do not constitute a business, even if these assets are held by a subsidiary. The Group is currently assessing the impact of the amendments on its financial statements. These amendments have not yet been endorsed by the EU.

**Annual Improvements to IFRSs 2014 (issued on 25 September 2014 and effective for annual periods beginning on or after 1 January 2016).** The amendments impact 4 standards. IFRS 5 was amended to clarify that change in the manner of disposal (reclassification from "held for sale" to "held for distribution" or vice versa) does not constitute a change to a plan of sale or distribution, and does not have to be accounted for as such. The amendment to IFRS 7 adds guidance to help management determine whether the terms of an arrangement to service a financial asset which has been transferred constitute continuing involvement, for the purposes of disclosures required by IFRS 7. The amendment also clarifies that the offsetting disclosures of IFRS 7 are not specifically required for all interim periods, unless required by IAS 34. The amendment to IAS 19 clarifies that for post-employment benefit obligations, the decisions regarding discount rate, existence of deep market in high-quality corporate bonds, or which government bonds to use as a basis, should be based on the currency that the liabilities are denominated in, and not the country where they arise. IAS 34 will require a cross reference from the interim financial statements to the location of "information disclosed elsewhere in the interim financial report". The Group is currently assessing the impact of the amendments on its financial statements. These amendments have not yet been endorsed by the EU.

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***Disclosure Initiative Amendments to IAS 1 (issued in December 2014 and effective for annual periods on or after 1 January 2016).*** The standard was amended to clarify the concept of materiality and explains that an entity need not provide a specific disclosure required by an IFRS if the information resulting from that disclosure is not material, even if the IFRS contains a list of specific requirements or describes them as minimum requirements. The standard also provides new guidance on subtotals in financial statements, in particular, such subtotals (a) should be comprised of line items made up of amounts recognised and measured in accordance with IFRS; (b) be presented and labelled in a manner that makes the line items that constitute the subtotal clear and understandable; (c) be consistent from period to period; and (d) not be displayed with more prominence than the subtotals and totals required by IFRS standards. The Group is currently assessing the impact of the amendment on its financial statements. This amendment has not yet been endorsed by the EU.

***Investment Entities: Applying the Consolidation Exception Amendment to IFRS 10, IFRS 12 and IAS 28 (issued in December 2014 and effective for annual periods on or after 1 January 2016).*** The standards were amended to clarify that an investment entity should measure at fair value through profit or loss all of its subsidiaries that are themselves investment entities. In addition, the exemption from preparing consolidated financial statements if the entity's ultimate or any intermediate parent produces consolidated financial statements available for public use was amended to clarify that the exemption applies regardless whether the subsidiaries are consolidated or are measured at fair value through profit or loss in accordance with IFRS 10 in such ultimate or any intermediate parent's financial statements. The Group is currently assessing the impact of the amendments on its financial statements. These amendments have not yet been endorsed by the EU.

## **2.2 Consolidation**

Subsidiaries are those investees, including structured entities, that the Group controls because the Group (i) has power to direct the relevant activities of the investees that significantly affect their returns, (ii) has exposure, or rights, to variable returns from its involvement with the investees, and (iii) has the ability to use its power over the investees to affect the amount of the investor's returns. The existence and effect of substantive rights, including substantive potential voting rights, are considered when assessing whether the Group has power over another entity. For a right to be substantive, the holder must have a practical ability to exercise that right when decisions about the direction of the relevant activities of the investee need to be made. The Group may have power over an investee even when it holds less than the majority of the voting power in an investee. In such a case, the Group assesses the size of its voting rights relative to the size and dispersion of holdings of the other vote holders to determine if it has de-facto power over the investee. Protective rights of other investors, such as those that relate to fundamental changes of the investee's activities or apply only in exceptional circumstances, do not prevent the Group from controlling an investee. Subsidiaries are consolidated from the date on which control is transferred to the Group (acquisition date) and are deconsolidated from the date on which control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred. Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss.

Inter-company transactions, balances, income and expenses on transactions between group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognised in assets are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

## **2.3 Segment information**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

Transactions with external parties are reported in a manner consistent with that in the consolidated income statement. Transactions between segments are eliminated upon consolidation.

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**2.4 Foreign currency translation***(i) Presentation currency*

These financial statements are presented in thousands of EUR, which is the Group's presentation currency. The functional currency of all entities within the Group is EUR.

*(ii) Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

**2.5 Property, plant and equipment**

All property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

*(i) Cost*

Cost includes expenditure that is directly attributable to the acquisition of the items, including borrowing costs incurred from the date of acquisition until the date the item becomes available for use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

The most significant part of property, plant and equipment, is represented by the network. The network includes mainly network buildings, power lines, pylons, switching stations and other equipment.

*(ii) Depreciation*

The depreciation of property, plant and equipment starts at the first date in the month when the property, plant and equipment is available for use. Property, plant and equipment are depreciated in line with the approved depreciation plan using the straight-line method. The monthly depreciation charge is determined as the difference between acquisition costs and residual value, divided by estimated useful life of the property, plant and equipment. Land and assets under construction are not depreciated.

The estimated useful lives of individual groups of assets are as follows:

	Useful lives in years
Network buildings	30 – 50 years
Office buildings	30 – 50 years
Power lines	15 – 40 years
Switching stations	4 – 20 years
Other network equipment	4 – 20 years
Vehicles	4 – 15 years

The residual value of an asset is the estimated amount that the Group would currently obtain from disposal of the asset less the estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. The residual value of an asset is nil if the Group expects to use the asset until the end of its physical life. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.7).

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. The Group allocates the amount initially recognised in respect of an item of property, plant and equipment proportionally to its significant parts and depreciates separately each such part.

Items that are retired or otherwise disposed of are eliminated from the balance sheet, along with the corresponding accumulated depreciation. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognised net in the statement of comprehensive income.

## **2.6 Intangible assets**

Intangible assets are initially measured at cost. Intangible assets are recognised if it is probable that the future economic benefits that are attributable to the asset will flow to the Group, and the cost of the asset can be measured reliably. After initial recognition, the intangible assets are measured at cost less accumulated amortization and any accumulated impairment losses.

Borrowing costs are capitalised during the period from acquisition until the asset becomes available for use. The Group does not have intangible assets with indefinite useful lives. Intangible assets are amortized on the straight-line basis over their useful lives, not exceeding a period of 4 years.

Costs associated with maintaining computer software programs are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads. Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs recognised as assets are amortised over their estimated useful lives, which does not exceed four years.

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## **2.7 Impairment of non-current non-financial assets**

Assets that have an indefinite useful life and intangible assets not yet available for use are not subject to amortisation and are tested for impairment annually. Land, construction in progress and assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are individually identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that were impaired are reviewed for possible reversal of the impairment at the end of each reporting period.

## **2.8 Financial assets**

The Group classifies its financial assets according to IAS 39 "Financial Instruments: Recognition and Measurement". The classification depends on the purpose for which the financial assets were acquired, whether they are quoted in an active market and at the intention of management.

### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The Group's loans and receivables comprise 'trade and other receivables' and 'cash and cash equivalents' in the balance sheet (Notes 2.13 and 2.15).

Reconciliation of the categories of financial assets with the balance sheet classes is presented in Note 9.

Purchases and sales of financial assets are recognised on trade-date – the date on which the Group commits to purchase or sell the asset. Financial assets are initially recognised at fair value and transaction costs are expensed in the profit and loss. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Loans and receivables are carried at amortised cost using the effective interest method. The Group assesses at each year-end date whether there is objective evidence that a financial asset or a group of financial assets is impaired. Impairment testing of the receivables is described in note 2.13.

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## **2.9 Financial liabilities**

The Group classifies its financial liabilities according to IAS 39 "Financial Instruments: Recognition and Measurement". The classification depends on the contractual provisions of the instrument and the intentions with which management entered into the contract.

Management determines the classification of its financial liabilities at initial recognition and re-evaluates this designation at every reporting date. When a financial liability is recognised initially, the Group measures it at its fair value net of transaction costs that are directly attributable to the origination of the financial liability.

After initial recognition, the Group measures all financial liabilities at amortised cost using the effective interest method. The gain or loss from financial liabilities is recognised in the statement of comprehensive income when the financial liability is derecognised and through the amortisation process.

Financial liability (or a part of a financial liability) is removed from the Group's balance sheet when, and only when, it is extinguished - i.e. when the obligation specified in the contract is discharged or cancelled or expires.

## **2.10 Offsetting financial instruments**

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

## **2.11 Leases**

### *Operating leases*

Leases, in which a significant portion of the risks and rewards of the ownership are retained by the lessor, are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of comprehensive income on a straight-line basis over the period of the lease.

## **2.12 Inventories**

Inventories are stated at the lower of acquisition cost and net realizable value. Weighted average method is used for determination of cost of inventories. The cost of material includes purchase price and directly attributable acquisition costs, such as customs duties or transportation costs. Net realizable value is the estimated selling price in the ordinary course of business, less cost of completion and selling expenses.

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### **2.13 Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, net of provision for impairment. Revenue recognition policy is described in Note 2.27.

A provision for impairment of receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, the probability that the debtor will enter bankruptcy or financial reorganisation, default or delinquency in payments (more than 1 month overdue) are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the statement of comprehensive income within "other operating expenses".

When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against "other operating income" in the statement of comprehensive income.

### **2.14 Construction contracts**

The Group has an ancillary business related to construction of energy assets for third parties.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

When the outcome of a construction contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract. Contract costs are recognised as expenses by reference to the stage of completion of the contract activity at the end of the reporting period. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Variations in contract work, claims and incentive payments are included in contract revenue to the extent that may have been agreed with the customer and are capable of being reliably measured.

The Group uses the 'percentage-of-completion method' to determine the appropriate amount to recognise in a given period. The stage of completion is measured by reference to the contract costs incurred at the end of the reporting period as a percentage of total estimated costs for each contract.

Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion.

On the balance sheet, the Group reports the net contract position for each contract as either an asset or a liability. A contract represents an asset where costs incurred plus recognised profits (less recognised losses) exceed progress billings; a contract represents a liability where the opposite is the case.

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## **2.15 Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

In the statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the balance sheet, bank overdrafts are shown within borrowings in current liabilities.

Cash and cash equivalents are carried at amortised cost using the effective interest method. Restricted balances are excluded from cash and cash equivalents for the purposes of the cash flow statement. Balances restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date are included in non-current assets.

## **2.16 Share capital**

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

## **2.17 Dividend distribution**

Dividends' pay-out to the shareholders of the Company are recognised as a liability and deducted from equity at the end of the reporting period only if they are declared before or on the balance sheet date.

## **2.18 Legal reserve fund**

The legal reserve fund is set up in accordance with the Commercial Code. Contributions to the legal reserve fund of the Group were made at 10% of net income of the Company, up to 20% of the share capital. Such funds are not distributable and may only be used to increase share capital or to cover losses.

## **2.19 Other funds**

The Group has set up additional funds from profits to reserve funding for future capital expenditure as allowed by the Commercial Code and Articles of Association. The allocations to these funds have been approved by the General meeting of Shareholders. Such funds are not distributable unless otherwise decided by shareholders.

## **2.20 Other reserves**

The other reserves comprise of re-measurement component of defined pensions plans, which are actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions in calculation of pension obligations. The balances are included net of tax.

## **2.21 Trade payables**

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

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

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## 2.22 Taxation

### *(i) Deferred tax*

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

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. Deferred income tax is provided on temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Dividend income is currently not subject to income taxes in the Slovak Republic.

The Group offsets deferred tax assets and deferred tax liabilities where the Group has a legally enforceable right to set off current tax assets against current tax liabilities and these relate to income taxes levied by the same taxation authority.

### *(ii) Current income tax*

Income tax is recognised as an expense in the period in which the Group's tax liability in the accompanying income statement of the Group is calculated on the basis resulting from the profit before tax, which was adjusted for deductible and non-deductible items due to permanent and temporary adjustments to the tax base loss. The current tax liability is stated net of corporate income tax advances that the Group paid during the year. If corporate income tax advances paid during the year exceed the tax liability for the period, the Group records a tax receivable.

### *(iii) Special levy on business in regulated industries*

Since 1 September 2012, the Group is obliged to pay the special levy on business in regulated industries, which generally includes licensed distribution of electricity and supply of electricity and gas. The levy is payable, if the revenues from licensed activities achieve at least 50% of the total revenues of the individual companies of the Group for the respective accounting period. The Group's obligation to pay the levy arises when the profit before tax for the accounting period is at least EUR 3 million. The levy rate is 4.356% per annum.

The levy is calculated as the multiple of the given rate and the accounting profit before tax determined under Slovak GAAP exceeding EUR 3 million. The Group has accounted for the levy as for the profit tax and included it, in accordance with IAS 12, within the income tax expense.

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## **2.23 Contributions related to acquisition of property and equipment**

Over time, the Group and its predecessor have received contributions for the construction of the electricity distribution network, in particular for the new municipal connections and networks. Certain customers of the Company contributed towards the cost of their connection.

Customer contributions are recognised at their fair value where there is a reasonable assurance that the contribution will be received.

Customer contributions relating to the acquisition of property and equipment during the process of connection of the customers to the grid are recognised over the life of acquired depreciable asset with the amount not yet recognised in the statement of comprehensive income recorded as deferred revenues within the current and non-current liabilities. Both the fixed assets and deferred revenue are recorded at fair value at acquisition.

## **2.24 Borrowings**

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are carried at amortized cost using the effective interest method. Interest costs on borrowings to finance the construction of property, plant and equipment are capitalised based on cost of the qualifying assets, during the period of time that is required to complete and prepare the asset for its intended use. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

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

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset in accordance with IAS 23. To the extent that funds are borrowed generally and used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the entity that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalised during a period does not exceed the amount of borrowing costs incurred during that period.

Borrowing costs are capitalized by the Group only if they are related to financing of own construction projects with realisation period more than 6 months .

## **2.25 Provisions / Contingent liabilities**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are not recognised for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax-rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase of the provision due to passage of time is recognised as interest expense.

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Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

Contingent liabilities are not recognised in the consolidated financial statements. They are disclosed in the notes to the consolidated financial statements, unless the possibility of an outflow of resources embodying the economic benefits is not remote.

## **2.26 Employee benefits**

The Group has both defined benefit and defined contribution plans.

### *(i) Pension obligations*

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity and will have no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

### *(ii) Unfunded defined benefit pension plans*

According to the contract with the Trade Unions for the years 2014 to 2016, the Group is obliged to pay its employees on retirement or disability the average of their monthly salary (2013: average of their monthly salary). Additionally, if the employees decide to resign exactly at the date of retirement, the Group is obliged to pay its employees an additional 6 multiples of their average monthly salary (2013: 6 multiples of their average monthly salary).

The minimum requirement of the Labour Code of one-month average salary payment on retirement is included in the above multiples.

The Group also pays certain life and work long term service bonuses.

a) Life long term service benefits are paid by the Group in the amount of EUR 1,700 to each employee at the age of 50 under the condition that the employee worked for at least 10 years of continuous service for the Group.

b) Work long term service bonuses (long-term service bonuses) paid by the Group are dependent on the number of years of service for the Group and equal to the following amounts:

10 years	EUR 370
20 years	EUR 665
30 years	EUR 830
35 years	EUR 1,000
40 years	EUR 1,150

The defined benefit obligation is calculated annually by independent actuaries using the Projected Unit Credit Method. The present value of the defined benefit obligation is determined (a) by discounting the estimated future cash outflows using interest rates of high quality corporate bonds which have terms to maturity approximating the terms of the related pension liability and (b) then attributing the calculated present value to the periods of service based on the plan's benefit formula.

Remeasurements on post-employment benefits arising from experience adjustments and changes in actuarial assumptions are charged or credited in other comprehensive income in the period in which they arise. Past service costs are recognised immediately in expenses.

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*(iii) Defined contribution pension plans*

The Group contributes to the government and private defined contribution pension plans.

The Group makes contributions to the government health, retirement benefit, accidental and guarantee insurance and unemployment schemes at the statutory rates in force during the year, based on gross salary payments. Throughout the year, the Group made contributions amounting to 35.2% (2013: 35.2%) of gross salaries up to a monthly salary cap, which is defined by the relevant law, to such schemes, together with contributions by employees of a further 13.4% (2013: 13.4%). The cost of these payments is charged to the profit and loss in the same period as the related salary cost.

In addition, with respect to employees who have chosen to participate in a supplementary pension scheme, the Group makes contributions to the supplementary scheme amounting to 3% (2013: 3%) from the total of monthly tariff wage.

*(iv) Termination benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to terminating the employment of current employees according to a detailed formal plan without the possibility of withdrawal. Benefits falling due more than 12 months after the balance sheet date are discounted to their present value.

*(v) Profit sharing and bonus plans*

A liability for employee benefits in the form of profit sharing and bonus plans is recognised within other payables when there is no realistic alternative but to settle the liability and at least one of the following conditions is met:

- there is a formal plan and the amounts to be paid are determined; or
- past practice has created a valid expectation by employees that they will receive a bonus/profit sharing and the amount can be determined.

Liabilities for profit sharing and bonus plans are expected to be settled within 12 months and are measured at the amounts expected to be paid when they are settled.

## **2.27 Revenue recognition**

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown, net of value-added tax, estimated returns, rebates and discounts.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group and specific criteria will be met for each of the Group's activities as described below. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved.

*(i) Revenue from sale and distribution of electricity*

Revenue from the sale and distribution of electricity is recognised when the electricity is delivered to the customer.

Consumption to wholesale customers is metered and billed on a monthly basis. The consumption of retail customers in the segment of small businesses was metered during December 2014.

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The consumption of retail customers in the households' segment is metered and billed on an annual basis and the Group split its household customer base to twelve billing cycles. The billing of electricity supplied in 2014 for all twelve billing cycles will be completed in December 2015. The Group now uses the Enersim demand profile data for the billing purposes. Network losses are included in the cost of purchased electricity.

Revenue from the sale of electricity on the spot market and the settlement of variations in consumption and cross - border profile recharges represent mainly revenues from the sale of electricity purchased on the short-term market for regular customers due to unexpected short-term deviation in their consumption diagrams and revenue from fees paid by the regular customers for deviating from the planned consumption curve. All these revenues realised on the spot market are recognised when the electricity is delivered or the contract is fulfilled.

(ii) *Connection fees*

ZSE receives a contribution from their customers to connect them to the electricity network – connection fees. Revenue from such contributions is recognised as deferred revenue and is released to revenues over the useful life of the asset (approximately 20 years).

(iii) *Sales of services*

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

(iv) *Dividend income*

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

(v) *Interest income*

Interest income is recognised on an accrual basis in the period when it is incurred, independent of the actual payments of interest.

(vi) *Contractual penalties*

Contractual penalties are recognised as revenue when the cash payment is received, as contractual penalties mostly relate to contracts with customers who intended to defraud ZSE and as such are relatively difficult to collect.

(vii) *Sales to hospitals*

Hospitals pay with significant time delays. The Group recognises sales to some hospitals at estimated fair value of expected cash inflows.

## 2.28 Comparatives

Some comparatives for the prior accounting period in the Group's current-year consolidated financial statements were adjusted in order to ensure better comparability with data shown for the current accounting period. The changes in presentation and disclosure of comparatives did not affect the total amount of assets, liabilities, equity or the result of operations of the Group in the prior accounting period.

In 2014 the Group adjusted presentation and disclosure for the expenses which are capitalised as property, plant and equipment and are associated with investment activities of the Group. Until 2013, the capitalisation was disclosed by the Group in the consolidated statement as deduction from the individual line items of expenses.

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Notes to the Consolidated Financial Statements at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

From 2014, to ensure more relevant and reliable presentation of these transactions, the Group reassessed the presentation and disclosure of capitalised expenses and classified the own work capitalised as a separate line item in the consolidated statement of comprehensive income and in the notes to the consolidated financial statements. At the same time, the individual expenses are presented and disclosed in the full amount without decreasing by the portion related to the own work capitalised. The impact of the reclassification was as follows:

<b>Year ended 31 December 2013</b>	<b>As reported</b>	<b>Change</b>	<b>Restated</b>
Purchase of electricity, gas and related fees	(753,997)	(8,170)	(762,167)
Employee benefits	(55,833)	(864)	(56 697)
Own work capitalised	0	13,908	13,908
Other operating expenses	(61,877)	(4,874)	(66,751)

### **3 Financial risk management**

#### **3.1 Financial risk factors**

The Group's activities are exposing it to certain financial risks: market risk (including the risk of changes in foreign currency exchange rates and interest rate risk), credit risk and liquidity risk. The Group's principal financial instruments comprise trade receivables and payables, cash, issued bonds and short-term bank deposits.

Risk management is carried out under policies approved by the Board of Directors. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as credit risk and the investment of excess liquidity.

##### *(i) Market risk*

##### *(a) Foreign exchange risk*

The Group operates mainly in the domestic market, and most of its sales, purchases and short-term deposits are denominated in Euro.

Management does not consider foreign exchange risk as a significant exposure to the Group's operations as it has only small volume of transactions in currency other than EUR.

##### *(b) Price risk*

The Group is not exposed to significant price risk, as it does not invest in equities.

##### *(c) Cash flow and fair value interest rate risk*

As the Group has no significant interest earning assets other than short-term bank deposits, short-term bonds and cash at bank accounts as of 31 December 2014 and 2013, the operating cash flows are only to a small extent dependent on the market interest rate fluctuations. The short term bank deposits are denominated at fixed interest rates.

During the year 2013 The Company issued bonds in total amount of EUR 630 mil. Bonds have fixed interest rates. Further information about issued bonds including their interest rate are stated in Note 16.

*(ii) Credit risk*

The Group takes on exposure to credit risk, which is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Exposure to credit risk arises as a result of the Group's sales of services on credit terms and other transactions with counterparties giving rise to financial assets.

The credit risk arises from cash and cash equivalents, financial derivatives and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and transactions made.

As for the banks and financial institutions, the Group has relationships only with those that have a high independent rating assessment. If wholesale customers are independently rated, these ratings are used. If no independent rating is available, management assesses the credit quality of customer, taking into account its financial position, past experience and other factors. The Group does not set individual risk limits for counterparties. As for trade receivables, the Group does not have a significant concentration of credit risk mainly due to a large number of diverse customers.

The Group uses a system of reminders, which may culminate in a service disconnection, as the prevailing contract enforcement. The collection of receivables could be influenced by economic factors; management believes that there is no significant risk of loss to the Group beyond the provisions already recorded.

The table below shows the credit limit and balance of the major counterparties at the balance sheet date:

	Counterparty Rating *	31 December 2014		31 December 2013	
		Credit limit	Balance at bank account	Credit limit	Balance at bank account
Banks rated	A3		1,350		22,500
Banks rated	A1		12,212	55,000	54
Banks rated	Baa1	55,000	18,102		44
Banks rated	Baa2		244		-
Banks rated	Fitch A	20,000	55	20,000	-
		<b>75,000</b>	<b>31,963</b>	<b>75,000</b>	<b>22,598</b>
Banks not rated			81		177
			<b>32,044</b>		<b>22,775</b>

\*) Rating provided by Moody's and Fitch at 31 December 2014



*(iii) Liquidity risk*

Liquidity risk is defined as the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group's Treasury aims to maintain flexibility in funding by keeping committed credit lines available.

The Group regularly monitors its liquidity position and uses overdrafts only in exceptional cases. The Group also uses the advantages of commercial terms between the Group and its suppliers to secure sufficient financing funds to cover its needs. The maturity of supplier's invoices is 20 days, on average.

The Group monitors movements of financial resources in bank accounts on a regular basis. Expected cash flow is prepared as follows:

- 1) expected future cash inflows from main operation of the Group; and
- 2) expected future cash outflows securing operation of the Group and leading to settlement of all liabilities of the Group, including tax payables.

A cash flow forecast is prepared weekly. It identifies the immediate need for cash and, if funds are available, it enables the Group to make term deposits.

The table below places the Group's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date.

The amounts disclosed in the table are the contractual undiscounted cash flows:

	Less than one month	1 – 3 months	3 months to 1 year	1 - 5 years	More than 5 years	Total
<b>At 31 December 2014</b>						
Trade payables (Note 15)	77,229	6,993	800	-	-	85,022
Other accrued liabilities (Note 15)	3,250	1,435	185	-	-	4,870
Issued bonds including interest	-	-	21,656	392,569	365,400	779,625
Other financial liabilities (Note 15)	7,327	-	-	-	-	7,327
	<b>87,806</b>	<b>8,428</b>	<b>22,641</b>	<b>392,569</b>	<b>365,400</b>	<b>876,844</b>
<b>At 31 December 2013</b>						
Trade payables (Note 15)	77,210	9,087	2,364	-	-	88,661
Other accrued liabilities (Note 15)	1,175	20,583	1,415	-	-	23,173
Issued bonds including interest	-	-	21,656	401,625	378,000	801,281
Other financial liabilities (Note 15)	4,876	-	-	-	-	4,876
	<b>83,261</b>	<b>29,670</b>	<b>25,435</b>	<b>401,625</b>	<b>378,000</b>	<b>917,991</b>

### 3.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders, and benefits for other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital. The Group's management manages capital reported under IFRS as equity amounting to, as at 31 December 2014, EUR (66,554) thousand (31 December 2013: EUR (96,417) thousand).

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders or return capital to shareholders.

The Group's management considers the most relevant indicator of capital management to be the return on average capital employed (ROACE). Management expects return on average capital employed to be higher than cost of capital. Indicator ROACE is calculated as follows: earnings before interest and taxes EBIT (in the Consolidated statement of comprehensive Income of the Group presented as Profit from operations) / average capital.

### 3.3 Fair value estimation

Fair value measurements are analysed by level in the fair value hierarchy as follows:

- (i) level one are measurements at quoted prices (unadjusted) in active markets for identical assets or liabilities,
- (ii) level two measurements are valuations techniques with all material inputs observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices), and
- (iii) level three measurements are valuations not based on observable market data (that is, unobservable inputs).

Management applies judgement in categorising financial instruments using the fair value hierarchy. If for fair value measurements are necessary significant adjustments of observable inputs measurement is included in level 3. Assessing the significance of valuation inputs is considered in relation to the overall fair value measurement.

*Assets and liabilities not measured at fair value but for which fair value is disclosed*

At 31 December 2014:	Level 1	Level 2	Level 3	Carrying value
<b>Financial liabilities</b>	<b>704,696</b>	-	-	<b>631,889</b>
Issued bonds – XS0979598207, series 1	337,356	-	-	315,926
Issued bonds – XS0979598462, series 2	367,340	-	-	315,963
 At 31 December 2013:	 Level 1	 Level 2	 Level 3	 Carrying value
<b>Financial liabilities</b>	<b>638,366</b>	-	-	<b>631,316</b>
Issued bonds – XS0979598207, series 1	318,313	-	-	315,654
Issued bonds – XS0979598462, series 2	320,053	-	-	315,663

The fair value of issued bonds was determined by quoted market price of bonds issued by the Company (Note 16).

At the balance sheet date, the fair values of other financial assets and liabilities approximate their carrying amounts. Non-current trade receivables and trade payables were partially discounted except for where the effect of discounting is negligible.

The nominal value of trade receivables, net of impairment provision for bad and doubtful debts and the nominal value of payables, approximates their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

#### **4 Critical accounting estimates and judgements**

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

##### *(i) Unbilled electricity*

In 2011, the Group implemented a new customer information system which contributed to improved accuracy of the existing system of expected electricity demand (Enersim) through expected electricity demand profiles in time. Implementation of this system improvement allows for making more accurate estimates of unbilled revenues from delivery and distribution, as described below. The Group now uses the Enersim demand profile data for the billing purposes.

The unbilled revenues from delivery and distribution represent an accounting estimate based on estimated volume of delivered and distributed electricity expressed in MWh for low voltage network and estimated unit price that will be billed in the future. This accounting estimate is based on:

- the estimated volume delivered and distributed to households in technical units (MWh) between the date of the last meter reading and the end of the accounting period; the consumption estimate utilises the time patterns of consumption of various customer profiles observed on a sample basis;
- the estimated losses in the distribution network; and
- the estimated unit price in EUR/MWh, that will be applied to billing the electricity delivery and distribution in the future. The price is based on actual average tariffs applicable in a given calendar year.

The Group applied the method of estimated network losses. This method is consistent with that applied in prior accounting periods and is based on an expert report. Should the estimate of total network losses be lower by 0.1 %, representing 9 GWh of electricity, with other parameters being unchanged, the revenues for commodity and distribution services would increase by EUR 946 thousand (2013: EUR 1,233 thousand). The estimate of unbilled revenues is by EUR 7,543 thousand higher compared to the same period last year.

##### *(ii) Estimated useful life of network*

The useful life of network assets was based on accounting estimates described in Note 2.5 and their carrying values as of 31 December 2014 and 31 December 2013 are disclosed in Note 7. If the estimated useful life of network assets had been shorter by 10% than management's estimates at 31 December 2014, the Group would have recognised an additional depreciation of network assets of EUR 4,527 thousand (2013: EUR 3,332 thousand).

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## 5 Group structure

The Group structure as of 31 December 2014 and as of 31 December 2013 was as follows:

Name	Country of incorporation	Percentage of shareholding in the ordinary share capital	Principal activities
Západoslovenská distribučná, a.s.	Slovakia	100%	Distribution of electricity
ZSE Energia, a.s.	Slovakia	100%	Purchase and supply of electricity and of gas
ZSE Energy Solutions, s.r.o. (till 13 August 2014: Enermont, s.r.o.)	Slovakia	100%	Construction works
ZSE Development, s.r.o.	Slovakia	100%	Trading activities
ZSE MVE, s.r.o. (till 14 August 2014: ZSE prenos, s.r.o.)	Slovakia	100%	Electricity generation

The requirement to unbundle legally the distribution business from other commercial activities of integrated electricity companies has been established by the European Directive 2003/54 on common rules for the internal market with electricity. The Directive has been transposed into Slovak legislation by the Act on Energy (656/2004) issued in 2004. The Act prescribed legal unbundling by 30 June 2007 at the latest.

ZSE has chosen to unbundle distribution through a model of new distribution business subsidiary resulting in the transfer of all core activities of distribution to Západoslovenská distribučná, a.s.. The energy supply business has been transferred to ZSE Energia, a.s.

Západoslovenská distribučná, a.s. (till 31 December 2012: ZSE Distribúcia, a.s.) was established on 20 April 2006 and incorporated in the Trade Register on 20 May 2006 as a company fully owned by ZSE. Since 1 July 2007, the company engages in the distribution of electricity in the region of Western Slovakia.

ZSE Energia, a.s. was established on 18 August 2006 and incorporated in the trade register on 22 September 2006 as a company fully owned by ZSE. Since 1 July 2007, the company engages in the supply of electricity and gas mainly in the region of Western Slovakia.

ZSE Energy Solutions, s.r.o. (till 13 August 2014: Enermont, s.r.o.) was established on 14 April 2003 and incorporated on 10 June 2003 as a company fully owned by ZSE. On 1 July 2003, ZSE transferred to ZSE Energy Solutions, s.r.o. (till 13 August 2014: Enermont, s.r.o.) part of its business relating to the construction of electricity distribution structures.

ZSE Development, s.r.o. was established on 14 April 2003 and incorporated in the Commercial Register on 2 June 2003 as a private company fully owned by ZSE. On 1 July 2003, ZSE transferred to ZSE Development, s.r.o. part of its business relating to the calibration of electricity metering equipment. Effective 1 January 2012, ZSE Development, s.r.o. sold its calibration and metering business back to ZSE and sold its switching equipment maintenance business to ZSE Energy Solutions, s.r.o. and became a dormant company. ZSE Development was not consolidated on a full basis in these financial statements on materiality grounds but was included at cost within other non-current assets.

ZSE MVE, s.r.o. (till 14 August 2014: ZSE prenos, s.r.o.) was established on 9 February 2005 and incorporated in the Commercial Register on 25 March 2005 as a company owned by ZSE. Based on the decision of the sole shareholder from 26 June 2014, the subsidiary ZSE Prenos, s.r.o. was renamed to ZSE MVE, s.r.o. effective from 14 August 2014. ZSE MVE, s.r.o. generates electricity in two small hydroelectric plants. On 26 June 2014, the Company sold part of its shareholding in the subsidiary ZSE MVE, s. r. o. in amount of EUR 6 thousands to the subsidiary ZSE Energy Solutions, s.r.o. Change in shareholdings was incorporated into the Commercial Register on 15 July 2014.

ZSE Development, s.r.o., ZSE MVE, s.r.o. (till 14 August 2014: ZSE prenos, s.r.o.), Západoslovenská distribučná, a.s. and ZSE Energia, a.s. don't have any subsidiaries of their own. ZSE Energy Solutions, s.r.o. (till 13 August 2014: Enermont, s.r.o.) owns 88,7% share in the company ZSE MVE, s.r.o.

## **6 Segment reporting**

The Group presents segment information for the current and comparative reporting periods in accordance with IFRS 8 Operating segments.

The Group's operating segments are those used by the Board of Directors to manage the Group's business, allocate resources and make strategic decisions. The Group identifies its segments according to the nature of products and services provided by each segment. The Group's operating segments are (i) electricity distribution, (ii) electricity and gas supply and (iii) other activities as described below. The Group's activities are concentrated in Slovakia.

The main indicators used by the Board of Directors in their decision making are earnings before interest, taxes, depreciation and amortisation (EBITDA) and capital investment. The Board of Directors separately monitor the operating results of the segments to take decisions on how to allocate the resources, to evaluate the effects of the allocation and to evaluate performance.

The types of products and services from which each reportable operating segment derives its operating results are:

### **Electricity distribution**

Distribution of electricity using the distribution networks in Western Slovakia. The distribution business is regulated and the Group is required to provide access to its network to third parties on terms approved by RONI.

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Notes to the Consolidated Financial Statements at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

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#### Electricity and gas supply

Supply of electricity and gas to wholesale and retail customers in Slovakia. This business is open to competition by other suppliers. Pricing for certain classes of customers of the segment is regulated by RONI.

As a result of regulation of the distribution business and partial regulation of the supply business approximately 92% during period ended 31 December 2014 (31 December 2013: approximately 88%) of the Group's EBITDA were generated from the sales to customers who are subject to the price regulation.

#### Other

Segment Other includes activities provided by the Parent company together with its subsidiaries ZSE Energy Solutions, s.r.o. (till 13 August 2014: Enermont s.r.o.) and ZSE MVE, s. r. o. (till 14 August 2014: ZSE prenos, s. r. o. Segment Other provides mainly headquarter type functions, as central services, customer services, accounting, controlling, HR, IT and other services, to both supply and distribution businesses. The segment realizes also electricity production in two small hydroelectric plants and generates also some external revenues from projecting and engineering activities in investment construction for third parties. Till 31 December 2013 segment Other consisted mainly of network construction, maintenance testing and calibration of network elements for the Electricity distribution business, while these activities have been contributed from 1 January 2014 into the segment Electricity distribution.

Transactions with external parties are reported in a manner consistent with that in the consolidated income statement. Transactions between segments are eliminated upon consolidation.

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**Západoslovenská energetika, a.s.**

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Notes to the Consolidated Financial Statements at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

An analysis of revenues, costs, EBITDA, profit before tax and capital expenditures by individual operating segments in the current and comparative reporting period is provided below:

	31 December 2014				
	Distribution	Supply	Other	Eliminations	Total
Revenue from external customers	222,395	786,055	4,568	-	<b>1,013,018</b>
Inter-segment revenues	210,549	43,384	57,507	(311,440)	-
Purchases of electricity, gas and related fees	(201,197)	(790,704)	(7,905)	248,578	<b>(751,228)</b>
Employee benefits expenses	(35,524)	(5,797)	(13,600)	16	<b>(54,905)</b>
Other operating expenses	(63,105)	(24,627)	(29,700)	65,737	<b>(51,695)</b>
Other operating income	2,527	3,823	6,865	(2,978)	<b>10,237</b>
Own work capitalised	18,278	-	-	(617)	<b>17,661</b>
<b>Earnings before interest, taxes, depreciation and amortization (EBITDA)</b>	<b>153,923</b>	<b>12,134</b>	<b>17,735</b>	<b>(704)</b>	<b>183,088</b>

	31 December 2013				
	Distribution	Supply	Other	Eliminations	Total
Revenue from external customers	205,924	818,025	12,636	-	<b>1,036,585</b>
Inter-segment revenues	367,360	72,094	209,668	(649,122)	-
Purchases of electricity, gas and related fees	(343,498)	(845,824)	(83,146)	510,301	<b>(762,167)</b>
Employee benefits expenses	(7,191)	(4,374)	(44,275)	(857)	<b>(56,697)</b>
Other operating expenses	(87,445)	(24,993)	(82,627)	128,314	<b>(66,751)</b>
Other operating income	4,912	2,927	9,713	(2,544)	<b>15,008</b>
Own work capitalised	-	-	-	13,908	<b>13,908</b>
<b>Earnings before interest, taxes, depreciation and amortization (EBITDA)</b>	<b>140,062</b>	<b>17,855</b>	<b>21,969</b>	<b>-</b>	<b>179,886</b>

*(All amounts are in thousands of Euro unless stated otherwise)*

	Year ended 31 December	
	2014	2013
Reconciliation of Earnings before interest, taxes, depreciation and amortization (EBITDA) to Profit before tax		
<b>EBITDA</b>	<b>183,088</b>	<b>179,886</b>
Depreciation and amortisation	(45,784)	(39,153)
Interest income	168	156
Interest expense	(21,445)	(5,101)
Other financial expenses	(765)	(60)
<b>Profit before tax</b>	<b>115,262</b>	<b>135,728</b>

	Distribution	Supply	Other	Eliminations	Total
<b>31 December 2014</b>					
Capital investment	77,192	-	8,241	(3,299)	<b>82,134</b>
<b>31 December 2013</b>					
Capital investment	72,878	5	12,158	(10,041)	<b>75,000</b>

	31 December 2014	31 December 2013
Reconciliation of Capital investment to Purchase of property, plant and equipment (PP&E) and intangibles (cash effective)		
<b>Capital investment</b>	<b>82,134</b>	<b>75,000</b>
Assets acquired but not paid for	(15,622)	(5,940)
Payments to assets acquired in prior periods	4,276	5,314
<b>Purchase of PP&amp;E and intangibles (cash effective)</b>	<b>70,788</b>	<b>74,374</b>



Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

## 7 Property, plant and equipment

	Land	Network buildings	Power lines	Switching stations and similar network equipment	Machinery, non-network and administration buildings, vehicles and other assets	Capital work in progress including advances (CIP)	Total
<b>At 1 January 2013</b>							
Cost	17,833	58,065	505,489	282,144	127,599	39,582	1,030,712
Accumulated depreciation including impairment charge	-	(19,442)	(196,059)	(127,039)	(67,757)	(621)	(410,918)
<b>Net book value</b>	<b>17,833</b>	<b>38,623</b>	<b>309,430</b>	<b>155,105</b>	<b>59,842</b>	<b>38,961</b>	<b>619,794</b>
<b>Year ended 31 December 2013</b>							
Additions	-	-	-	-	-	69,162	69,162
Transfers	1,370	3,103	42,621	16,463	6,400	(69,957)	-
Depreciation charge (Note 21)	-	(1,383)	(13,096)	(13,422)	(6,197)	-	(34,098)
Disposals (Note 25)	(87)	-	(5)	(15)	(328)	107	(328)
Impairment (charge)/release (Note 21)	-	-	-	-	(2)	-	(2)
<b>At 31 December 2013 net book value</b>	<b>19,116</b>	<b>40,343</b>	<b>338,950</b>	<b>158,131</b>	<b>59,715</b>	<b>38,273</b>	<b>654,528</b>

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union

*(All amounts are in thousands of Euro unless stated otherwise)*

	Land	Network buildings	Power lines	Switching stations and similar network equipment	Machinery, non-network and administration buildings, vehicles and other assets	Capital work in progress including advances (CIP)	Total
<b>At 31 December 2013</b>							
Cost	19,116	61,168	548,532	290,872	123,011	38,273	1,080,972
Accumulated depreciation including impairment charge	-	(20,825)	(209,582)	(132,741)	(63,296)	-	(426,444)
<b>Net book value</b>	<u>19,116</u>	<u>40,343</u>	<u>338,950</u>	<u>158,131</u>	<u>59,715</u>	<u>38,273</u>	<u>654,528</u>
<b>Year ended 31 December 2014</b>							
Additions	-	-	-	-	-	75,843	75,843
Transfers	1,141	8,410	28,249	23,661	14,237	(75,698)	-
Depreciation charge (Note 21)	-	(1,290)	(14,980)	(17,118)	(7,352)	-	(40,740)
Disposals (Note 25)	(14)	(33)	-	(7)	(162)	(24)	(240)
Other	-	-	-	-	-	155	155
Impairment (charge)/release (Note 21)	-	-	-	-	-	(4)	(4)
<b>Closing net book value</b>	<u>20,243</u>	<u>47,430</u>	<u>352,219</u>	<u>164,667</u>	<u>66,438</u>	<u>38,545</u>	<u>689,542</u>
<b>At 31 December 2014</b>							
Cost	20,243	70,011	566,307	315,346	136,300	38,547	1,146,754
Accumulated depreciation including impairment charge	-	(22,581)	(214,088)	(150,579)	(69,862)	(2)	(457,212)
<b>Net book value</b>	<u>20,243</u>	<u>47,430</u>	<u>352,219</u>	<u>164,667</u>	<u>66,438</u>	<u>38,545</u>	<u>689,542</u>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
*(All amounts are in thousands of Euro unless stated otherwise)*

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The impairment charge to Capital work in progress relates to projects which have been started, where the finalisation of those assets is uncertain.

Property plant and equipment includes the capitalised interest on debt apportioned to the construction period of qualifying assets as part of their cost of acquisition in amount of EUR 676 thousand in 2014 (2013: EUR 297 thousand).

During the year ended 31 December 2014, the Group received from customers fixed assets and cash to finance the construction of fixed assets at fair value of EUR 600 thousand (during the year ended 31 December 2013: EUR 512 thousand). As at 31 December 2014, the cost and net book value of fixed assets financed through contributions amounts to EUR 63,618 thousand and EUR 29,458 thousand respectively (as at 31 December 2013: EUR 63,018 thousand and EUR 29,111 thousand respectively).

At 31 December 2014 and 2013, no property, plant and equipment were collateralised or pledged. Non-current tangible assets are insured in Ergon Insurance Limited against damages caused by natural disasters and water from exchange up to the amount of EUR 559,324 thousand for buildings and building parts and up to amount of EUR 522,806 thousand for machinery, equipment, fixtures, fittings and other assets (2013: EUR 541,121 thousand and 490,916 thousand respectively).

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**8 Intangible assets**

	Computer software and other	Assets not yet available for use	Total
<b>At 1 January 2013</b>			
Cost	42,012	2,115	44,127
Accumulated depreciation including impairment charge	(31,120)	-	(31,120)
<b>Net book value</b>	<b>10,892</b>	<b>2,115</b>	<b>13,007</b>
<b>Year ended 31 December 2013</b>			
Additions	-	4,194	4,194
Transfers	1,745	(1,745)	-
Disposals	-	-	-
Amortisation charge (Note 21)	(5,055)	-	(5,055)
<b>Closing net book value</b>	<b>7,582</b>	<b>4,564</b>	<b>12,146</b>
<b>At 31 December 2013</b>			
Cost	43,706	4,564	48,270
Accumulated depreciation including impairment charge	(36,124)	-	(36,124)
<b>Net book value</b>	<b>7,582</b>	<b>4,564</b>	<b>12,146</b>
<b>Year ended 31 December 2014</b>			
Additions	17	3,755	3,772
Transfers	5,490	(5,490)	-
Amortisation charge (Note 21)	(5,044)	-	(5,044)
<b>Closing net book value</b>	<b>8,045</b>	<b>2,829</b>	<b>10,874</b>
<b>At 31 December 2014</b>			
Cost	43,989	2,829	46,818
Accumulated depreciation including impairment charge	(35,944)	-	(35,944)
<b>Net book value</b>	<b>8,045</b>	<b>2,829</b>	<b>10,874</b>

Assets not yet available for use comprise mostly the acquisition of additional software for upgrade and improvement of functionality of the customer and the graphical information system. Assets are expected to be finalised and available for use in 2015.

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

## 9 Financial instruments by category

The reconciliation of classes of financial instruments with measurement categories under IAS 39 is as follows:

<b>As at 31 December 2014</b>	<b>Loans and receivables</b>	<b>Total</b>
<b>Assets as per balance sheet</b>		
Trade receivables (Note 11)	90,761	<b>90,761</b>
Amounts due from customers to contract work – third parties (Note 11)	724	<b>724</b>
Cash and cash equivalents (Note 12)	32,044	<b>32,044</b>
<b>Total</b>	<b>123,529</b>	<b>123,529</b>

<b>As at 31 December 2013</b>	<b>Loans and receivables</b>	<b>Total</b>
<b>Assets as per balance sheet</b>		
Trade receivables (Note 11)	112,245	<b>112,245</b>
Amounts due from customers to contract work – third parties (Note 11)	524	<b>524</b>
Cash and cash equivalents (Note 12)	22,777	<b>22,777</b>
<b>Total</b>	<b>135,546</b>	<b>135,546</b>

<b>As at 31 December 2014</b>	<b>Other financial liabilities – carried at amortised cost</b>	<b>Total</b>
<b>Liabilities as per balance sheet</b>		
Issued bonds (Note 16)	631,889	<b>631,889</b>
Trade payables (Note 15)	85,022	<b>85,022</b>
Other accrued liabilities (Note 15)	4,870	<b>4,870</b>
Other financial liabilities (Note 15)	7,327	<b>7,327</b>
<b>Total</b>	<b>729,108</b>	<b>729,108</b>

<b>As at 31 December 2013</b>	<b>Other financial liabilities – carried at amortised cost</b>	<b>Total</b>
<b>Liabilities as per balance sheet</b>		
Issued bonds (Note 16)	631,316	<b>631,316</b>
Trade payables (Note 15)	88,661	<b>88,661</b>
Other accrued liabilities (Note 15)	23,173	<b>23,173</b>
Other financial liabilities (Note 15)	4,876	<b>4,876</b>
<b>Total</b>	<b>748,026</b>	<b>748,026</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

## 10 Inventories

	As at 31 December	
	2014	2013
Natural gas	9,089	6,138
Materials and spare parts	1,213	1,297
<b>Total inventories</b>	<b>10,302</b>	<b>7,435</b>

The inventory items are shown after provision for slow-moving materials and spare parts of EUR 22 thousand (2013: EUR 2 thousand).

Movements in provision for slow-moving items for year ended 31 December 2014 are presented below:

	At 1 January 2014	Set-up	Release	At 31 December 2014
Materials and spare parts	2	20	-	22
<b>Total</b>	<b>2</b>	<b>20</b>	<b>-</b>	<b>22</b>

## 11 Trade and other receivables

	As at 31 December	
	2014	2013
Trade receivables within the due date and not impaired	84,513	101,421
Individually impaired trade receivables	37,560	45,555
from this: Receivables towards hospitals	2,171	7,603
Less: Provision for impairment of receivables	(31,312)	(34,731)
from this: Provisions for receivables towards hospitals	(256)	(2,615)
Trade receivables – net	<b>90,791</b>	<b>112,245</b>
Amounts due from customers for contract work – third parties	724	524
<b>Total financial assets (Note 9)</b>	<b>91,485</b>	<b>112,769</b>
Prepayments	517	309
Excise tax receivable (Note 29)	-	735
<b>Total trade and other receivables</b>	<b>92,002</b>	<b>113,813</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

The structure of trade receivables and other receivables (including receivables for uninvoiced electricity) by maturity is shown in the following table:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Trade receivables and accrued revenues - neither past due nor impaired	85,754	101,421
from this: receivables collected as of 31 January 2015	77,956	89,091
receivables that became overdue after the balance sheet date	7,798	12,330
Overdue receivables	37,560	45,555
Less: Provision for impairment of receivables	(31,312)	(34,731)
<b>Total trade and other receivables</b>	<b>92,002</b>	<b>112,245</b>

As of 31 December 2014, Group's trade receivables of EUR 37,560 thousand (31 December 2013: EUR 45,555 thousand) were impaired and fully or partially provided for. The amount of the provision was EUR 31,312 thousand as of 31 December 2014 (31 December 2013: EUR 34,731 thousand). The individually impaired receivables mainly relate to businesses and individuals which entered in unexpectedly difficult economic situations. It was assessed that a portion of the receivables is expected to be recovered.

The ageing of these receivables is as follows:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
1 to 30 days after due date	5,051	6,074
31 to 60 days after due date	1,091	928
61 to 90 days after due date	849	810
91 to 120 days after due date	1,789	658
121 to 180 days after due date	4,662	934
181 to 360 days after due date	5,472	4,484
Over 360 days after due date	18,646	31,667
<b>Total individually impaired receivables</b>	<b>37,560</b>	<b>45,555</b>

The movements in the provision for impairment of trade receivables are presented below:

	<b>2014</b>	<b>2013</b>
At the beginning of the year	34,731	30,141
Additional/reversal provision for receivables impairment	7,471	6,326
Receivables written off during the year as uncollectible	(10,890)	(1,736)
At end of the year	<b>31,312</b>	<b>34,731</b>

Bad debt provision is calculated in the amount of 100% of the value of individual receivables from companies in bankruptcy and receivables subject to court proceedings. Bad debt provision is calculated based on the ageing analysis of individual receivables and the type of the customer.

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(All amounts are in thousands of Euro unless stated otherwise)

The Group constructs properties for third parties. Amounts recognised in respect of contracts in progress at the balance sheet date are:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Costs incurred and recognised profits (less recognised losses) to date	787	1,498
Less progress billings	(63)	(974)
<b>Amounts due from/(to) customers for contract work (Note 9)</b>	<b>724</b>	<b>524</b>

Amounts due from customers for contract work are neither past due nor impaired and will be invoiced upon achievement of agreed construction contract milestones.

Amounts due to customers for contract work are expected to be settled by deliveries of construction services.

The carrying amount of trade and other receivables as of 31 December 2014 and 2013 is not substantially different from their fair value. The maximum exposure to credit risk is limited by the carrying value of receivables. There is no concentration of credit risk with respect to trade receivables as the Group has a large number of customers.

The carrying amounts of the entire Group's trade and other receivables are denominated in EUR. The Group does not hold any collateral as security of the receivables.

No receivables have been pledged in favour of a bank or a pledge. There are no other restrictions relating to the Group's receivables.

## 12 Cash and cash equivalents

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Cash at bank and in hand	26,911	22,644
Short-term bank deposits	5,133	133
<b>Total</b>	<b>32,044</b>	<b>22,777</b>

Cash and cash equivalents included in the cash flow statement are as follows:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Cash at bank and in hand	26,911	22,644
<b>Total</b>	<b>26,911</b>	<b>22,644</b>

The effective interest rate on short-term bank deposits was 0.1% (year ended 31 December 2013: 0.15%) and these deposits have an average maturity of 1 day (year ended 31 December 2013: 1 day). As at 31 December 2014, the restricted cash amounted to EUR 133 thousand (as at 31 December 2013: EUR 133 thousand) and was excluded from cash and cash equivalents for the purposes of the cash flow statement.

The cash and short-term deposits are kept by the Group in 6 banks. The credit quality of cash in the bank and bank deposits can be assessed by external credit ratings (Moody's and Fitch) at 31 December 2014:



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*(All amounts are in thousands of Euro unless stated otherwise)*

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
<b>Cash at bank</b>		
Banks rated – A3 (Moody's)	1,350	22,367
Banks rated – A1 (Moody's)	12,212	-
Banks rated – Baa1 (Moody's)	12,969	44
Banks rated – Baa2 (Moody's)	244	-
Banks rated – A (Fitch)	55	54
Not rated banks	81	177
	<b>26,911</b>	<b>22,642</b>
<b>Short-term bank deposits</b>		
Banks rated – Baa1 (Moody's)	5,133	-
Banks rated – A3 (Moody's)	-	133
	<b>5,133</b>	<b>133</b>
<b>Other</b>		
Stamps	-	2
	<b>-</b>	<b>2</b>
<b>Total cash in the bank and short-term bank deposits</b>	<b>32 044</b>	<b>22,777</b>

These balances are neither past due nor impaired.

### 13 Shareholders' equity

The total authorised number of ordinary shares of the parent company of the Group ("the Company") is 5,934,594 shares (2013: 5,934,594) with a par value of EUR 33.19 per share, representing share capital of EUR 196,969 thousand. All authorised shares are issued and fully paid. The Company does not have any share capital subscribed but not recorded in the Commercial Register.

No changes in the share capital of the Company occurred during the year 2014 and year 2013.

As at 31 December 2014 the total number of 3,026,643 shares (51%) is owned by the Ministry of Economics of the Slovak Republic, acting on behalf of the Slovak republic (till 31 July 2014: National Property Fund of the Slovak Republic, Note 1); 2,314,492 shares (39%) are owned by E.ON Slovensko, a.s. and 593,459 (10%) shares are owned by E.ON Energie AG, Munich, Germany.

A Legal reserve fund is obligatorily created from the profit of the Company in accordance with the Slovak Commercial Code, paragraph 67. The minimum prescribed creation of the Legal reserve fund is specified in paragraph 217 of the Commercial Code and it defines that the Company is obliged to create a Legal reserve fund in the amount of 10% of its share capital at the time of the incorporation of the Company. This amount must be increased annually by at least 10% from net profit, until the Legal reserve fund achieves 20% of the share capital. Use of this fund is restricted under the Commercial Code only to cover losses of the Company and it is not a distributable reserve. The Legal reserve fund amounted to EUR 39,421 thousand as at 31 December 2014 (as at 31 December 2013: EUR 39,421 thousand).

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

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Extraordinary General Meeting of the Company on its session held on 8 November 2013 approved cancellation of the purpose-built Other funds created from profit and transfer of their balance in total amount of EUR 45,467 thousand into the retained earnings. At the date of cancellation, Other funds included the regional development fund amounting to EUR 12,463 thousand, which has been set up in 2004 based on the agreement of Company's shareholders, the distribution network recovery fund amounting to EUR 9,958 thousand set up in 2005 based on the agreement of Company's shareholders and by initiative of Ministry of Economy of Slovak republic, and the investment base fund amounting to EUR 23,046 thousand, which was set up in 2006.

The Extraordinary General Meeting of the Company held on 8 November 2013 approved distribution of accumulated retained earnings of the Company for the payment of an extraordinary dividend to the Company's shareholders in amount of EUR 619,501 thousand. These dividends were paid during November 2013.

The General Meeting of the Company held on 30 May 2014 approved the statutory financial statements for the previous accounting period and the distribution of 2013 profit amounting to EUR 97,667 thousand as follows:

Appropriation to the social fund	EUR	454	thousand
Dividends paid	EUR	52,213	thousand
Transfer to retained earnings	EUR	45,000	thousand

Dividend per share represents EUR 8.80 for the year ended 31 December 2014 (2013: EUR 117.50 per share).

The distributable retained earnings of the Company at 31 December 2014 determined with reference to the Company's standalone financial statements amounted to EUR 106,750 thousand (2013: EUR 97,670 thousand). The decision on the appropriation of the 2014 profit of EUR 61,297 thousand will be made by the General Meeting.

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**14 Deferred revenues**

	As at 31 December	
	2014	2013
<b>Non-current</b>		
Contributions – long-term portion (a)	33,120	34,502
Connection fee – long-term portion (b)	46,649	43,818
	<b>79,769</b>	<b>78,320</b>
<b>Current</b>		
Contributions – current portion (a)	2,517	2,517
Connection fee – short-term portion (b)	3,423	3,409
	<b>5,940</b>	<b>5,926</b>

- a) Contributions are paid primarily by customers for capital expenditures made on their behalf, and access network assets transferred to the Company by its customers free of charge. The contributions are non-refundable and are recognised in revenue in line with the depreciation lives of the related assets.
- b) Connection fees are paid by customers to connect them to a network. Contribution is recognised as deferred revenue and is released to revenues over the useful life of the asset (approximately 20 years).

**15 Trade and other payables**

	As at 31 December	
	2014	2013
<b>Current trade and other payables</b>		
Trade payables	85,022	88,661
Other accrued liabilities	4,870	23,173
Other financial liabilities	7,327	4,876
<b>Financial liabilities (Note 9)</b>	<b>97,219</b>	<b>116,710</b>
<b>Other current payables and accrued expenses</b>		
Deferred revenues – unbilled electricity and distribution	32,044	36,326
Payables to employees	2,487	1,997
Social security	1,661	1,437
Accrued personnel expenses	7,417	7,941
Advance payments	8,882	7,349
VAT payable (Note 29)	2,406	2,961
Other payables	5,934	1,065
Excise duty – liability (Note 29)	201	-
	<b>61,032</b>	<b>59,076</b>
<b>Total</b>	<b>158,251</b>	<b>175,786</b>

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*(All amounts are in thousands of Euro unless stated otherwise)*

Out of the total payables at 31 December 2014, overdue trade payables are EUR 211 thousand (at 31 December 2013: EUR 5,313 thousand). All other payables are within the due date. The fair value of trade payables and of other accrued liabilities is not significantly different from their carrying amount.

The carrying value of payables is denominated mostly in Euro.

## 16 Issued bonds

An overview of issued bonds is presented in the table below:

	As at 31 December	
	2014	2013
<b>Non-current</b>		
Bonds	627,775	627,178
<b>Current</b>		
Bonds including unpaid interests	4,114	4,138
<b>Total</b>	<b>631,889</b>	<b>631,316</b>

The Company issued bonds on 14 October 2013 registered in form in name of bearer. Interest revenues from bonds are due on annual basis. They were accepted to quoted regulated market of the Irish Stock Exchange, Dublin. Managers of the bonds issue were following companies: Citigroup Global Markets Limited, London, Great Britain; Raiffeissen Bank International AG, Wien, Austria and Société Générale, Paris, France.

More details about issued bonds are presented in the table below:

	Emission amount in thousand EUR	Emission rate	Interest	Maturity date
ISIN: XS0979598207 series 1	315,000	100%	2.875% p.a.	14 October 2018
ISIN: XS0979598462 series 2	315,000	99.814%	4.000% p.a.	14 October 2023
<b>Total</b>	<b>630,000</b>			

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## 17 Deferred income taxes

The Group's deferred income taxes are calculated on temporary differences under the balance sheet liability method using a principal tax rate of 22% (2013: 22%).

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax asset against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

As of year-end 2013, Slovak tax legislation was amended based on which the corporate income tax rate decreases from 23% to 22%, effective 1 January 2014.

The deferred tax liability can be analysed as follows:

	As at 31 December	
	2014	2013
<b>Deferred tax asset:</b>		
to be recovered after more than 12 months	(1,977)	(2,309)
to be recovered within 12 months	(3,518)	(4,110)
	<u>(5,495)</u>	<u>(6,419)</u>
<b>Deferred tax liability:</b>		
to be paid after more than 12 months	17,555	14,584
to be paid within 12 months	7,616	6,327
	<u>25,171</u>	<u>20,911</u>
<b>Total deferred tax liability</b>	<b><u>19,676</u></b>	<b><u>14,492</u></b>

The movements in deferred tax liability during the year are as follows:

	As at 1 January 2014	Credited/ (charged) to profit and loss	Credited to other comprehensive income	As at 31 December 2014
Property, plant and equipment	20,911	4,260	-	25,171
Pension liability and other liabilities	(3,911)	1,567	(193)	(2,537)
Provisions against bad debts	(2,508)	(450)	-	(2,958)
<b>Total</b>	<b><u>14,492</u></b>	<b><u>5,377</u></b>	<b><u>(193)</u></b>	<b><u>19,676</u></b>

	As at 1 January 2013	Credited/ (charged) to profit and loss	Credited to other comprehensive income	As at 31 December 2013
Property, plant and equipment	17,645	3,266	-	20,911
Pension liability and other liabilities	(4,115)	(41)	245	(3,911)
Provisions against bad debts	(2,357)	(151)	-	(2,508)
<b>Total</b>	<b><u>11,173</u></b>	<b><u>3,074</u></b>	<b><u>245</u></b>	<b><u>14,492</u></b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**18 Pension and other provisions for liabilities and charges**

	Pensions and other staff benefits (a)	Total
<b>At 1 January 2014</b>	11,545	<b>11,545</b>
Additional provisions	1,516	1,516
Used/paid during year	(612)	(612)
Release of unused provision	(191)	<b>(191)</b>
<b>At 31 December 2014</b>	<b>12,258</b>	<b>12,258</b>

	As at 31 December	
<b>Analysis of total provisions</b>	<b>2014</b>	<b>2013</b>
Non-current	11,677	10,844
Current	581	701
	<b>12,258</b>	<b>11,545</b>

**(a) Pension and other staff benefits**

The following amounts have been recognised with respect of the defined benefit pension plan and other long-term benefits:

*(i) post employment benefits*

	As at 31 December	
	<b>2014</b>	<b>2013</b>
Present value of unfunded retirement obligations	10,206	9,346
<b>Liability in the balance sheet</b>	<b>10,206</b>	<b>9,346</b>

The amounts recognised in profit and loss are as follows:

	Year ended 31 December	
	<b>2014</b>	<b>2013</b>
Current service cost	148	592
Past service cost	-	1,258
Interest expense	298	269
<b>Total</b>	<b>446</b>	<b>2,119</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

Movements in the present value of defined benefit obligation are:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Present value of unfunded retirement obligations at beginning of the year	9,346	8,781
Current service cost	148	592
Interest expense	298	269
Past service cost	-	1,258
Paid	(336)	(227)
Remeasurements of pension obligation	750	(1,327)
<b>Present value of unfunded retirement obligations at the end of the year</b>	<b>10,206</b>	<b>9,346</b>

The principal actuarial assumptions and data to determine the pension liability were as follows:

Average number of employees at 31 December 2014	1,817
Percentage of employees, who will terminate their employment with the Group prior to retirement (staff turnover)	4.65% p.a.
Expected salary increases short-term	3.5% p.a.
Expected salary increases long-term	3.3% p.a.
Discount rate	2.0% p.a.
Average number of employees at 31 December 2013	1,846
Percentage of employees, who will terminate their employment with the Group prior to retirement (staff turnover)	4.21% p.a.
Expected salary increases short-term	3.5% p.a.
Expected salary increases long-term	3.3% p.a.
Discount rate	3.5% p.a.

(ii) *other long-term benefits (life and work awards)*

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Present value of unfunded obligations	2,032	2,199
<b>Liability in the balance sheet</b>	<b>2,032</b>	<b>2,199</b>

The amounts recognised in profit and loss are as follows:

	<b>Year ended 31 December</b>	
	<b>2014</b>	<b>2013</b>
Current service cost	(116)	221
Interest expense	75	73
<b>Total charge/(credit), included in costs</b>	<b>(41)</b>	<b>294</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

Movements in the present value of defined benefit obligation are:

	<b>As at 31 December</b>	
	<b>2014</b>	<b>2013</b>
Present value of the obligation at beginning of the year	2,199	1,978
Current service cost	(116)	221
Interest expense	75	73
Paid	(276)	(263)
Remeasurements of pension obligation	150	190
<b>Present value of unfunded retirement obligations at the end of the year</b>	<b>2,032</b>	<b>2,199</b>
	<b>Year ended 31 December</b>	
	<b>2014</b>	<b>2013</b>
Remeasurements of pension obligation recognised in other comprehensive income		
- on post employment benefits,	750	(1,327)
- on other long-term benefits	150	190
<b>Total</b>	<b>900</b>	<b>(1,137)</b>



Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

## 19 Revenues

Revenues include the following:

	Year ended 31 December	
	2014	2013
Electricity sales:		
Sales of electricity to industrial and commercial customers	207,873	246,076
Sales of electricity to residential customers	103,737	126,451
Distribution charges related to:		
Sales of electricity to industrial and commercial customers	375,514	448,767
Sales of electricity to residential customers	157,417	166,991
Tariff for system operation and system services – OKTE, a.s.*)	97,604	-
Revenues for reserved capacity	9,900	-
Other revenue:		
Sales of gas	49,811	31,324
Revenues for connection works and testing fees	3,784	3,410
Revenue for construction work	3,175	9,537
Other	4,203	4,029
	<b>1,013,018</b>	<b>1,036,585</b>

The Group provides access to the distribution network at regulated prices. Slovakia has implemented the European Union electricity market directive, which resulted in a complete liberalisation of the market whereby all customers, including households, became eligible to buy electricity in the open market from 1 July 2007.

\*) Effective 1 January 2014, OKTE, a.s. collects system operation tariff ("Tarifa za prevádzkovanie systému") and system service tariffs ("Tarifa za systémové služby") from the licensed suppliers of electricity with respect to their customers. Previously such tariffs were charged by the distribution system operator to licensed suppliers of electricity and relevant producers of electricity. This change therefore caused a decrease in revenues from distribution charges related to the distribution of electricity, transmission fees, system services fees and renewable sources and coal support costs. The distribution system operator continues to be responsible for payments of renewable energy feed-in tariffs to the producers of renewable energy connected to its distribution grid and collects certain part of system operation tariff from OKTE, a.s. for these purposes. The relevant revenue from OKTE earned from 1 January 2014 is shown under revenues from Tariff for system operation and system services

## 20 Purchases of electricity, gas and related fees

The following amounts have been charged to purchases of electricity, gas and related fees:

	Year ended 31 December	
	2014	2013
Purchases of electricity from:		
Slovenské elektrárne ("SE") (Note 29)	140,737	219,787
Other domestic electricity producers and traders	275,743	285,852
Purchases on the spot market	9,773	26,701
Electricity transmission fees, system access and ancillary service charges and renewable sources feed-in tariffs ( see also Note 19)	263,659	187,583
Cost of purchased gas	47,850	30,418
Other	13,466	11 826
	<b>751,228</b>	<b>762,167</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**21 Operating expenses**

	<b>Year ended 31 December</b>	
	<b>2014</b>	<b>2013</b>
<i>Employee benefit costs</i>		
Wages and salaries	36,598	35,621
Pension costs – defined contribution plans	5,811	7,511
Other social costs	12,496	13,565
	<b>54,905</b>	<b>56,697</b>
<i>Depreciation and amortisation</i>		
Depreciation (Note 7)	40,740	34,098
Amortisation (Note 8)	5,044	5,055
	<b>45,784</b>	<b>39,153</b>
<i>Operating expenses</i>		
Repairs and maintenance of machinery	2,282	13,425
IT maintenance fees	11,568	12,484
Advisory services	2,024	2,702
Rental costs	3,783	4,589
Other repairs and maintenance	1,856	829
Advertising	1,160	1,524
Call centre services	2,881	2,888
Post and telecommunication costs	3,297	3,317
Security services	1,260	1,229
Energotel services	674	612
External services	72	879
Travel expenses	878	1,041
Audit of financial statements	192	233
Other non-audit services	48	238
Other services	8,579	13,196
Bad debt expense (Note 11)	7,471	6,326
Impairment of non-current assets	(4)	(2)
Other operating expenses	3,674	1,241
	<b>51,695</b>	<b>66,751</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**22 Other operating income**

	Year ended 31 December	
	2014	2013
Customer grants	1,678	1,678
Income from rental	615	736
Gain on disposal of fixed assets	248	904
Dividend income	629	4,041
Income from contractual penalties	1,263	1,571
Income from unauthorized consumption of electricity	787	2,567
Fees for payment reminders	2,371	1,510
Other	2,646	2,001
	<b>10,237</b>	<b>15,008</b>

During the year 2013 the Company received dividends amounting to EUR 3,534 thousand from ZSE Development Ltd. Dividends accounted for one-time distribution of a substantial part of the available funds accumulated during the past years as long as the subsidiary did not carry out the reorganization and termination of its business activities (Note 5). A subsidiary is not within these accounts fully consolidated on the basis of significance, but it is recognised under non-current assets at cost.

**23 Interest expense and other finance expenses**

	Year ended 31 December	
	2014	2013
Interest expenses:		
- Interest from bonds	20,980	4,687
- other interest	465	354
Other finance expenses:		
- finance expenses related to bonds	765	60
- other	-	60
	<b>22,210</b>	<b>5,161</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

**24 Income tax expense**

In 2013 the Slovak tax legislation was enacted the income tax rate 22%, effective from 1 January 2014. The rate on special levy on the profit over EUR 3 mil. in regulated industries was 4.356%, and the levy rate was effective from September 2012 and is deductible when calculating income tax.

A reconciliation between the reported income tax charge and the theoretical amount that would arise using the statutory tax rates is as follows:

	Year ended 31 December	
	2014	2013
Profit before tax	115,262	135,728
Theoretical income tax related to current period at 24,73% included Special levy 2,73 % (2012: 25,56%)	28,505	34,694
Income tax related to prior periods	370	16
Effect of change of the tax rate to 22%	-	(659)
Effect of other comprehensive income to deferred tax	193	(245)
Other tax non-deductible items	2,046	(677)
Other	-	254
<b>Income tax expense for the period</b>	<b>31,114</b>	<b>33,383</b>
The tax charge for the period comprises:		
Deferred tax charge/ (credit) (Note 17)	5,377	3,074
Current tax charge in respect of current period	22,220	26,816
Special levy on business in regulated industries	3,147	3,477
Income tax related to prior periods	370	16
<b>Income tax expense for the period</b>	<b>31,114</b>	<b>33,383</b>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

## 25 Cash generated from operations

	Note	Year ended 31 December	
		2014	2013
Profit before tax		115,262	135,728
Adjustments for:			
Depreciation	7, 21	40,740	34,098
Amortisation	8, 21	5,044	5,055
Net movements in provisions		338	-
Loss/(Gain) on sale of property and equipment		(248)	(904)
Interest income		(168)	(156)
Interest expense	23	21,445	5,101
Dividend income	22	(629)	(4,041)
Net movements in provisions and deferred revenues		(2,039)	5,627
Other expenditures related to issued bonds		573	-
Other non-cash transactions		(2,265)	1,128
Changes in working capital			
Inventories	10	(2,867)	(3,416)
Trade and other receivables		21,811	(2,187)
Trade and other payables		(23,288)	15,738
<b>Cash generated from operations</b>		<b>173,709</b>	<b>191,771</b>

	Year ended 31 December	
	2014	2013
Net book amount of disposals	232	319
Gain/(Loss) on disposal of property, plant and equipment	248	904
<b>Proceeds from disposals</b>	<b>480</b>	<b>1,223</b>

## 26 Contingencies

### Taxation

Due to the fact that Slovak tax law contains certain provisions allowing for more than one interpretation, as well as the practice developed in the generally unstable environment by the tax authority of making arbitrary judgements on business activities, Management's interpretation of the Company's business activities may not coincide with the interpretation of these activities by the tax authorities. The fiscal years from 2009 to 2014 remain open to tax inspection.

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
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**27 Commitments***(i) Capital commitments*

At 31 December 2014, the Group concluded contracts for the purchase of non-current assets totaling EUR 1,962 thousand which will become effective after this date (2013: EUR 4,288 thousand).

*(ii) Operating lease commitments – the Group as lessee*

The operating lease payments amounted to EUR 3,783 thousand (2013: EUR 4,038 thousand). These lease payments are recorded as expenses on a straight-line basis over the lease term.

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

	Year ended 31 December	
	2014	2013
No later than one year	2,646	2,466
Later than one year and no later than five years	5,880	5,770
Later than five years	819	438
	<b>9,345</b>	<b>8,674</b>

As at 31 December 2014 and 31 December 2013, the Group leases cars and various premises for business and administrative purposes under operating leasing contracts.

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

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**28 Earnings per share***(i) Basic*

Basic earnings per share are calculated by dividing the profit by the weighted average number of ordinary shares in issue during the year.

Earnings per share are calculated as follows:

	2014	2013
Profit for the year	84,148	102,345
Weighted average number of ordinary shares in issue	5,934,594	5,934,594
<b>Basic earnings per share (EUR per share)</b>	<b>14.179</b>	<b>17.245</b>

*(ii) Diluted*

Diluted earnings per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has no potential ordinary shares as of 31 December 2014 and 2013, and diluted earnings per share are the same as basic earnings per share.

**29 Related party transactions**

During the periods presented in these financial statements, the Company had transactions with the following related parties:

*(i) Shareholders*

- The Slovak Republic represented by the National Property Fund
- E.ON Slovensko, a.s.
- E.ON Energie AG

*(ii) Entities under common control of the shareholder E.ON Slovensko, a.s. and E.ON SE Group*

- E.ON SE
  - E.ON Česká republika
  - E.ON Elektrárne, s.r.o.
  - E.ON Energie AG
  - E.ON Energie, a.s., České Budějovice
  - E.ON Global Commodities SE
  - E.ON Human Resources International GmbH, Hannover
  - E.ON Inhouse Consulting GmbH, Essen
  - E.ON Business Services Slovakia spol. s r. o. (till 30 September 2013: E.ON IT Slovakia spol. s r.o.)
  - E.ON Risk Consulting
  - Energotel, a.s.
  - Bioplyn Cetín, s.r.o.\*
  - Bioplyn Ladzany, s.r.o.\*
  - Bioplyn Hont, s.r.o.\*
  - Bioplyn Horovce, s.r.o.\*
  - E.ON Trend s.r.o.
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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

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(iii) *Government related entities*

The Slovak Government influences the financial and operating policy decisions of the Group through its ownership of 51% of the shares of the Group subject to arrangements agreed in the Shareholders Agreement. Therefore, the Slovak Government and the companies controlled, jointly controlled or significantly influenced by the Slovak Government are classified as related parties of the Group ("Government related entities").

The Group also purchases services and goods from Government related entities in the normal course of business.

In case of disclosures of transactions with government entities Slovak Republic Company has applied the exemption under IAS 24, paragraph 25.

These consolidated financial statements disclose summarised significant operations with government bodies and other non-government entities:

	<b>Year ended 31 December</b>	
	<b>2014</b>	<b>2013</b>
<hr/>		
<b><i>Payment of dividends to related parties*)</i></b>		
<i>(i) Shareholders</i>		
National Property Fund (NPF) (from 1 August 2014: Ministry of Economics of the Slovak Republic)	26,629	355,629
E.ON Slovensko, a.s.	20,363	271,952
Payment of dividends to other shareholders	5,221	69,731
	<b>52,213</b>	<b>697,312</b>

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**Západoslovenská energetika, a.s.**

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
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	Year ended 31 December	
	2014	2013
<b>Sales</b>		
<i>(i) Shareholders</i>		
E.ON Slovensko a.s.	606	894
	<u>606</u>	<u>894</u>
<i>(ii) Entities under common control with E.ON Slovensko and E.ON SE Group</i>		
E.ON Elektrárne s.r.o.	71	61
E.ON Human Resources International GmbH, Hannover	55	61
Bioplyn Ladžany s.r.o.*	-	3
Bioplyn Cetín s.r.o.*	-	5
Bioplyn Horovce, s.r.o.*	-	2
E.ON Energie AG	-	1
E.ON Global Commodities SE – sale of electricity	7,355	608
E.ON Energie, a.s. České Budějovice	24	49
E.ON Business Services Slovakia spol. s.r.o.	635	588
Energotel, a.s.	1,102	1,102
E.ON SE	4	-
	<u>9,246</u>	<u>2,480</u>
<i>(iii) Government related entities</i>		
SEPS, a.s. . sale of electricity	726	4,896
OKTE, a.s. - deviations	112,732	2,894
Železnice Slovenskej republiky, a.s. – sale of electricity	5,922	6,702
Stredoslovenská energetika, a.s.	37	179
Bratislavská teplárenská, a.s.	3	-
Trnavská teplárenská, a.s.	1	-
SVP, š.p.	1	11
Slovenské elektrárne, a.s.	9,153	140
SPP – distribúcia, a.s.	211	165
	<u>128,786</u>	<u>14,987</u>
<b>Total</b>	<b><u>138,638</u></b>	<b><u>18,361</u></b>

\*) valid till 31 December 2013

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

	Year ended 31 December	
	2014	2013
<b>Purchases and expenses</b>		
<i>(i) Shareholders</i>		
E.ON Slovensko, a.s.	-	-
	-	-
<i>(ii) Entities under common control with E.ON Slovensko and E.ON SE Group</i>		
E.ON SE	20	-
E.ON Česká republika	-	9
E.ON Human Resources International GmbH, Hannover	16	1,801
E.ON Risk Consulting	111	99
E.ON Global Commodities SE – purchase of electricity	3,930	20,597
Bioplyn Cetín, s.r.o.*	-	1,027
E.ON Elektrárne s.r.o.	4	5
E.ON Trend s.r.o.	3	-
E.ON Business Services Slovakia spol. S r.o. (till 30 September 2013: E.ON IT Slovakia spol. S r.o.) – IT services	12,735	16,070
Energotel, a.s.	1,697	1,772
E.ON Energie, a.s. České Budějovice - purchase of gas	7,180	334
	25,696	41,714
<i>(iii) Government related entities</i>		
Slovenské elektrárne, a. s., Bratislava (Note 19) – purchase of electricity	140,737	219,787
Slovenské elektrárne, a. s., Bratislava - other purchases	4,474	3,242
SEPS, a.s. – transmission services	69,747	167,720
OKTE, a.s. (see also Note 19)	244,560	20,290
Stredoslovenská energetika, a.s. – purchase of electricity	1,130	1,878
Stredoslovenská energetika Distribúcia, a.s. – distribution cost	6,844	16,293
Východoslovenská energetika, a.s.	517	173
Východoslovenská distribučná, a.s – distribution cost	6,799	19,927
SVP, š.p.	677	738
Bratislavská teplárenská, a.s. – purchase of electricity	9,926	6,279
Slovenský plynárenský priemysel, a.s.	12,348	2,192
SPP - distribúcia, a.s. - distribution cost	-	8,677
	497,759	467,196
<i>(iv) Taxes</i>		
Income tax (Note 24)	25,737	30,309
Property and motor vehicle tax	621	632
	26,358	30,941
<b>Total</b>	<b>549,813</b>	<b>538,851</b>

The Group purchased from E.ON Business Services Slovakia spol. s r.o. IT services and the acquisition of intangible assets. The services from E.ON Business Services Slovakia spol. s r.o. are provided based on a frame contract concluded for an indefinite period with cancellation notice of 12 months. The amounts of services to be provided to the Group under such arrangements are expected in 2014 to be on the same level as in year 2013.

\*) valid till 31 December 2013

There are no other purchase or sales commitments with related parties as of 31 December 2014, other than disclosed above.

**Západoslovenská energetika, a.s.**

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
*(All amounts are in thousands of Euro unless stated otherwise)*

	As at 31 December	
	2014	2013
<b>Receivables</b>		
<i>(i) Shareholders</i>		
E.ON Slovensko, a.s.	-	57
	-	57
<i>(ii) Entities under common control with E.ON Slovensko and E.ON SE Group</i>		
E.ON Energie AG	-	1
E.ON Elektrárne, s.r.o.	16	-
E.ON Human Resources International GmbH, Hannover	1,530	-
E.ON Global Commodities SE - sale of electricity	1,235	161
E.ON Energie, a.s. České Budějovice	4	-
	2,785	162
<i>(iii) Government related entities</i>		
SEPS, a.s. - sale of electricity	69	1,008
OKTE, a.s. (see also Note 19)	9,267	231
Stredoslovenská energetika, a.s.	2	18
Železnice Slovenskej republiky, a.s. - sale of electricity	285	382
Slovenské elektrárne, a.s., Bratislava	482	7
SPP - distribúcia, a.s.	126	3
	10,231	1,649
<i>(iv) Taxes</i>		
Excise tax receivable (Note 11)	-	735
Income tax receivable	4,067	7,871
	4,067	8,606
<b>Total</b>	<b>17,083</b>	<b>10,474</b>

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Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
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	As at 31 December	
	2014	2013
<b>Payables</b>		
<i>(i) Entities under common control with E.ON Slovensko and E.ON SE Group</i>		
E.ON Slovensko, a.s.	4	-
Bioplyn Cetín, s.r.o.*	-	98
E.ON Global Commodities SE – purchase of electricity	682	1,859
E.ON Business Services Slovakia spol. S r.o. – liabilities from cash-pooling	595	35
E.ON Business Services Slovakia spol. S r.o. (till 30 September 2013: E.ON IT Slovakia spol. S r.o.) – trade payables	2,707	6,132
Energotel, a.s.	-	128
E.ON Energie, a.s., České Budejovice	468	307
	<u>4,486</u>	<u>8,559</u>
<i>(ii) Government related entities</i>		
Slovenské elektrárne, a.s. Bratislava - purchase of electricity	19,891	24,725
Stredoslovenská energetika, a.s. - purchase of electricity	9	85
Stredoslovenská energetika Distribúcia, a.s. – distribution cost	197	584
Východoslovenská distribučná, a.s. – distribution cost	111	804
Východoslovenská energetika, a.s. - purchase of electricity	-	331
SEPS, a.s. – transmission services	6,630	15,830
SVP, š.p.	95	131
Bratislavská teplárenská, a.s.	627	1,059
SPP - distribúcia, a.s.	-	1,044
OKTE, a.s.	9,576	1,818
	<u>38,168</u>	<u>46,411</u>
<i>(iii) Taxes</i>		
VAT tax payable (Note 15)	2,406	2,961
Excise duty – liability (Note 15)	201	-
	<u>2,607</u>	<u>2,961</u>
<b>Total</b>	<u><b>45,261</b></u>	<u><b>57,931</b></u>

Notes to the consolidated financial statements prepared at 31 December 2014 prepared in accordance with IFRS as adopted by the European Union  
(All amounts are in thousands of Euro unless stated otherwise)

(iv) *Key management personnel of the entity or its parent*

- Members of the Board of Directors
- Members of the Supervisory Board
- Divisional directors

	Year ended 31 December	
	2014	2013
<i>Board of directors and other key management personnel</i>		
Salaries and short-term employee benefits	1,304	1,675
Pension costs – defined contribution plans	123	231
<b>Total</b>	<b>1,427</b>	<b>1,906</b>
<i>Supervisory board</i>		
Salaries and short-term employee benefits	278	254
Pension costs – defined contribution plans	41	73
<b>Total</b>	<b>319</b>	<b>327</b>

### 30 Events after the end of the reporting period

After 31 December 2014, no significant events have occurred that would require recognition or disclosure in the 2014 financial statements.

  
.....  
Jochen Kley

Chairman of the Board of Directors and CEO  
Written record of members of entity's statutory body

  
.....  
Marian Rusko

Member of the Board of Directors  
Written record of members of entity's statutory body