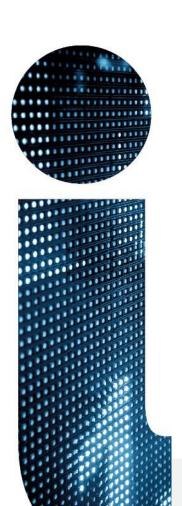
# **IPOPEMA Securities Group**

# Consolidated financial statements

for the year ended December 31st 2015

Warsaw, March 18th 2016



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# Statement of compliance

### The Management Board of IPOPEMA Securities S.A. hereby represents that:

- to the best of its knowledge, the consolidated financial statements for the year ended December 31st 2015 and the comparative data have been prepared in compliance with the applicable accounting standards and give a clear, true and fair view of the assets, financial standing and financial performance of the IPOPEMA Securities Group;
- the Directors' Report on the operations of the IPOPEMA Securities Group in 2015 gives a true picture of the Group's development, achievements and standing; it also includes a description of risks and threats;
- BDO Sp. z o.o., registered office at ul. Postępu 12, Warsaw, a qualified auditor of financial statements, entered in the list of qualified auditors of financial statements maintained by the National Chamber of Statutory Auditors (NCSA) under Reg. No. 3355, which audited the full-year separate and consolidated financial statements, was appointed in compliance with applicable laws. BDO Sp. z o.o and the Auditor who audited the full-year consolidated financial statements of the IPOPEMA Securities Group as at December 31st 2015 meet the relevant criteria for issuing an objective and independent auditor's opinion, as required by applicable laws.

Warsaw, March 18th 2016

### Management Board of IPOPEMA Securities S.A.:

Jacek Lewandowski Mariusz Piskorski Stanisław Waczkowski Mirosław Borys Daniel Ścigała
President of the Vice-President of the Management Board Management Board Management Board Management Board Management Board Management Board



# Financial highlights

	PLN	<b>'000</b>	EUR	<b>'000</b>
Consolidated financial highlights	2015	2014	2015	2014
Revenue from core activities	98,015	104,182	23,422	24,869
Cost of core activities	90,760	93,059	21,688	22,213
Profit on core activities	7,255	11,123	1,734	2,655
Operating profit	6,741	9,074	1,611	2,166
Profit before tax	5,458	7,157	1,304	1,708
Net profit on continuing operations	3,980	5,293	951	1,263
Net profit	3,980	5,293	951	1,263
Earnings from continuing operations per ordinary share (PLN/ EUR)				
- basic	0.13	0.15	0.03	0.04
- diluted	0.13	0.15	0.03	0.04
Net cash from operating activities	102,943	-522	24,599	-125
Net cash from investing activities	-6,098	-205	-1,457	-49
Net cash from financing activities	1,250	-1,607	299	-384
Total cash flows	98,095	-2,334	23,441	-557

Consolidated financial highlights	PLN '000		EUR '000	
Consolidated illiancial highlights	Dec 31 2015	Dec 31 2014	Dec 31 2015	Dec 31 2014
Total assets	353,310	324,660	82,907	76,170
Current liabilities and tax liability	258,462	235,768	60,650	55,315
Total equity	84,408	80,723	19,807	18,939
Number of shares	29,937,836	29,937,836	29,937,836	29,937,836
Book value per share (PLN/EUR)	2.82	2.70	0.66	0.63

The individual items of the financial highlights were translated into the euro at the following exchange rates:

• Items of the consolidated statement of comprehensive income and statement of cash flows:

Average exchange rate calculated as the arithmetic mean of the exchange rates quoted on the last day of each month in a given period	2015	2014
EUR	4.1848	4.1893

Items of the consolidated statement of financial position:

Exchange rate as at	Dec 31 2015	Dec 31 2014
EUR	4.2615	4.2623

These consolidated financial statements for the year ended December 31st 2015 were authorised for issue by the Management Board on March 18th 2016.

• The lowest and the highest EUR exchange rate in the period:

EUR	2015	2014
Lowest exchange rate	3.9822	4.0998
Highest exchange rate	4.3580	4.3138



# Consolidated statement of comprehensive income

## for the year ended December 31st 2015

			Note 2	2015	2014
CONTINUING OPERAT	TONS				
Revenue from core act	tivities, including:		16.1	98,015	104,182
Revenue from brokerage	e activities			47,425	46,627
Revenue from investme	nt fund and asset managem	nent		38,525	42,054
Revenue from consultar	ncy services			12,065	15,501
Cost of core activities			16.2	90,760	93,059
Profit/(loss) on core ac	ctivities			7,255	11,123
Gain (loss) on transaction	ons in financial instruments I	neld for trading	16.4	-584	-1,429
Gain (loss) on transaction	ons in financial instruments I	held to maturity		-	-
Gain (loss) on transaction	ons in financial instruments	available for sale		144	294
Other income			16.5	1,416	1,205
Other expenses			16.5	1,490	2,119
Operating profit/(loss)				6,741	9,074
Finance income			16.3	1,381	2,025
Finance costs			16.3	2,664	3,942
Profit/(loss) before tax				5,458	7,157
Income tax			19	1,478	1,864
Net profit/(loss) on cor	ntinuing operations			3,980	5,293
DISCONTINUED OPER	ATIONS			-	-
Net profit/(loss) for per	riod			3,980	5,293
Attributable to:					
Owners of the parent				3,903	4,623
Non-controlling interests	3			77	670
Earnings (loss) per shar	e (PLN)		10	0.13	0.15
Diluted earnings (loss) p	per share (PLN)		10	0.13	0.15
Net profit for period				3,980	5,293
Other comprehensive	income			57	-39
Gains and losses on ren	neasurement of financial as	sets available for sale		70	-48
Corporate income tax or	n items of other comprehens	sive income	19	-13	9
Comprehensive incom	e for period			4,037	5,254
Attributable to:					
Owners of the parent				3,960	4,584
Non-controlling interests	3			77	670
Warsaw, March 18th	2016				
Jacek Lewandowski	Mariusz Piskorski	Stanisław Waczkowski	Mirosław Borys		el Ścigała
President of the Management Board	Vice-President of the Management Board	Vice-President of the Management Board	Vice-President of t Management Boar		per of the gement Board

Danuta Ciosek Chief Accountant



# Consolidated statement of financial position

### as at December 31st 2015

ASSETS	Note	Dec 31 2015	Dec 31 2014
Cash and cash equivalents	13.1	148,949	50,708
Current receivables	13.2, 26	178,434	249,771
Tax assets		209	1,188
Inventories		-	-
Current prepayments and accrued income	13.3	1,147	1,356
Financial instruments held for trading	13.4, 20.2	1,214	1,463
Financial instruments held to maturity		-	-
Financial instruments available for sale	13.5, 20.2	11,764	8,727
Investments in jointly controlled entities and associates		-	-
Non-current receivables	27	1,367	2,348
Non-current loans advanced	20.1	1	364
Property, plant and equipment	13.6	5,553	4,568
Investment property		-	-
Intangible assets	13.7	3,156	2,752
Deferred tax assets	19.1	1,479	1,415
Non-current prepayments and accrued income		37	-
TOTAL ASSETS		353,310	324,660

EQUITY AND LIABILITIES		Dec 31 2015	Dec 31 2014
Current liabilities	15.3	258,462	235,603
Income tax liabilities		-	165
Other financial liabilities		-	-
Non-current liabilities		593	444
Deferred tax liabilities	19.1	133	100
Accruals and deferred income	15.1	9,714	7,625
Provisions		-	-
Total liabilities		268,902	243,937
Share capital	14.1	2,994	2,994
Other capital reserves	14.2	13,675	13,570
Retained earnings	14.2	64,231	60,328
Total equity		80,900	76,892
Non-controlling interests	14.3	3,508	3,831
Total equity		84,408	80,723
TOTAL EQUITY AND LIABILITIES		353,310	324,660

Warsaw, March 18th 2016

Jacek Lewandowski President of the Management Board Mariusz Piskorski Stanisław Waczkowski Vice-President of the Management Board Management Board

Danuta Ciosek Chief Accountan



# **Consolidated statement** of cash flows

## for the year ended December 31st 2015

CASH FLOWS	Note	2015	2014
Cash flows from operating activities	26		
Profit before tax		5,458	7,157
Total adjustments:		97,485	-7,679
Depreciation and amortisation expenses		2,520	2,529
Foreign exchange gains/(losses)		71	-333
Interest and dividends		909	681
Gain (loss) on investing activities		-99	743
Increase/(decrease) in financial instruments available for sale		-144	-223
Increase/(decrease) in financial instruments held for trading		249	-1,246
Increase/(decrease) in receivables		73,313	25,009
Increase/(decrease) in current liabilities (net of borrowings)		19,802	-31,374
Change in provisions and impairment losses on receivables		-718	681
Increase/(decrease) in accruals and deferrals		2,133	-1,413
Income tax paid		-698	-2,840
Other adjustments (including effect of incentive schemes)		147	107
Net cash from operating activities		102,943	-522
Cash flows from investing activities		<u> </u>	
Increase in loans advanced		-	-869
Profit distributions (dividends) received		190	126
Interest received		173	190
Decrease in loans advanced		178	324
Acquisition of property, plant and equipment and intangible assets		-3,534	-1,111
Acquisition of financial instruments available for sale and held to maturity		-10,441	-925
Proceeds from financial instruments available for sale and held to maturity		7,335	2,044
Sale of property, plant and equipment and intangible assets		1	1
Other cash from investing activities		-	15
Other cash used in investing activities		-	-
Net cash from investing activities		-6,098	-205
Cash flows from financing activities		·	
Proceeds from borrowings		2,931	9,617
Proceeds from issue of securities		8	6
Repayment of debt securities		-6	-4
Proceeds from issue of share capital		-	-
Other cash from/used in financing activities		-	-
Interest paid		-1,015	-1,028
Repayment of finance lease liabilities		-268	-217
Repayment of borrowings		-	-
Dividends to owners of the parent		-	-8,981
Dividends to non-controlling interests		-400	-1,000
Net cash from financing activities		1,250	-1,607
Total cash flows		98,095	-2,334

Net increase in cash and cash equivalents	98,210	-2,042
Effect of exchange rate fluctuations on cash held	115	292
Cash at beginning of period	50,707	53,041
Cash at end of period, including	148,802	50,707
restricted cash*	108,574	21,845

<sup>\*</sup> Restricted cash includes primarily clients' funds held by the Company.

Warsaw, March 18th 2016

Jacek Lewandowski
President of the
Management Board
Management

Mariusz Piskorski Stanisław Waczkowski Vice-President of the Management Board Stanisław Waczkowski Vice-President of the Management Board

Mirosław Borys Vice-President of the Management Board Daniel Ścigała Member of the Management Board

Danuta Ciosek Chief Accountant

# Consolidated statement of changes in equity

### for the year ended December 31st 2015

		Equity attribut					
		Other components of equity					
	Share capital	Share premium	Revaluation capital reserve	Other capital reserves	Retained earnings	Non- controlling interests	Total equity
As at Jan 1 2015	2,994	10,351	53	3,166	60,328	3,831	80,723
Profit for 2015	2,994	10,331	33	3,100	-	•	*
	-	-	-	-	3,903	77	3,980
Issue of shares	-	-	-	-	-	-	-
Costs of incentive scheme	-	-	-	48	-	-	48
Other comprehensive income	-	-	57	-	-	-	57
Dividend payment	-	-	-	-	-	-400	-400
As at Dec 31 2015	2,994	10,351	110	3,214	64,231	3,508	84,408
As at Jan 1 2014	2,994	10,351	92	3,059	64,686	4,161	85,343
Profit for 2014	-	-	-	-	4,623	670	5,293
Issue of shares	-	-	-	-	-	-	-
Costs of incentive scheme	-	-	-	107	-	-	107
Other comprehensive income	-	-	-39	-	-	-	-39
Dividend payment	-	-	-	-	-8,981	-1,000	-9,981
Other adjustments	-	-	-	-	-	-	-
As at Dec 31 2014	2,994	10,351	53	3,166	60,328	3,831	80,723

Warsaw, March 18th 2016

Jacek Lewandowski President of the Management Board Mariusz Piskorski Vice-President of the Management Board Stanisław Waczkowski Vice-President of the Management Board Mirosław Borys Vice-President of the Management Board Daniel Ścigała Member of the Management Board

Danuta Ciosek Chief Accountant



## **Notes**

### 1. The IPOPEMA Securities Group

The IPOPEMA Securities Group ('the Group') comprises entities controlled by IPOPEMA Securities S.A. (the 'Parent' or 'Company').

The Parent's registered office is at ul. Próżna 9, Warsaw, Poland.

The Company shares are listed on the main market of the Warsaw Stock Exchange.

As at December 31st 2015, the IPOPEMA Securities Group comprised IPOPEMA Securities S.A. and its subsidiaries (the subsidiaries are presented in Note 2). All the companies comprising the IPOPEMA Securities Group have been established for indefinite time. The financial statements of all subordinated entities were prepared for the same period as the Parent's financial statements and in accordance with uniform accounting principles.

### **IPOPEMA Securities S. A. – the Parent**

The Parent was established on March 2nd 2005 (under the name of Dom Maklerski IPOPEMA S.A.) for indefinite time.

The Parent is entered in the Register of Entrepreneurs at the National Court Register maintained by the District Court, 12th Commercial Division of the National Court Register, under entry No. KRS 0000230737.

The Parent was assigned Industry Identification Number (REGON) 140086881.

On June 30th 2005, the Polish Securities and Exchange Commission (currently the Polish Financial Supervision Authority) granted a brokerage licence to the Company, authorising it to conduct brokerage activities in the scope specified in the decision.

The name of the Company was changed from Dom Maklerski IPOPEMA S.A. to IPOPEMA Securities Spółka Akcyjna under Resolution No. 5 of the Extraordinary General Meeting held on August 10th 2006.

### **Composition of the Management Board**

As at the date of these consolidated financial statements, the composition of the Company's Management Board was as follows:

- Jacek Lewandowski CEO and President of the Management Board,
- Mirosław Borys Vice-President of the Management Board,
- Mariusz Piskorski Vice-President of the Management Board,
- Stanisław Waczkowski Vice-President of the Management Board,
- Daniel Ścigała Member of the Management Board.

Daniel Ścigała was appointed by the Supervisory Board to the Management Board on May 21st 2015.

### **Composition of the Supervisory Board**

As at the date of these consolidated financial statements, the composition of the Company's Supervisory Board was as follows:

Jacek Jonak – Chairman of the Supervisory Board, Janusz Diemko – Secretary of the Supervisory Board, Bogdan Kryca – Member of the Supervisory Board, Zbigniew Mrowiec – Member of the Supervisory Board, Michał Dobak – Member of the Supervisory Board.

On February 10th 2014, the General Meeting appointed Mr Michał Dobak as member of the Supervisory Board.

### **Business profile**

The Group's principal business activities are:

- 1 brokerage activities,
- 2 business and management consultancy services,
- 3 operation of investment fund companies, as well as creation and management of investment funds,
- 4 management of portfolios of broker-traded financial instruments,
- 5 computer facilities management activities,
- 6 computer consultancy services.

According to the sector/industry classification of the Warsaw Stock Exchange, the Group's business is classified as other finance (fin).

As part of its brokerage business IPOPEMA Securities S.A. provides comprehensive services for institutional clients in the area of intermediation in securities trading on the secondary market. The Company's partners are both high-profile international financial institutions and the majority of leading Polish institutional investors, including open-end pension funds, investment fund companies, asset managers and insurers.

The Company's investment banking offering includes comprehensive assistance in the preparation and execution of transactions on the capital market, involving the use of equity instruments (shares), debt instruments (corporate bonds), and hybrid solutions (convertible bonds). In particular, the Company focuses on public offerings of securities (especially shares), in which it acts as the coordinator, offering broker or financial adviser, but also on M&A transactions and management buy-outs, as well as on advisory mandates concerning the raising of financing on the private market, including from private equity funds and through pre-IPO placements. The Company also provides advisory services related to corporate financial restructuring.

The brokerage and investment banking operations of IPOPEMA Securities S.A. are supported by a research team which prepares analyst reports, recommendations and comments regarding large, medium-sized and small companies listed on the Warsaw and Budapest Stock Exchanges (the 'WSE' and 'BSE').

In February 2016, the Company started offering its brokerage services and investment products to a broader base of retail customers. These activities will be carried out directly by IPOPEMA Securities and through third parties acting as its agents. This function is already carried out by an independent financial advisory firm Expander Advisors Sp. z o.o.

### 2. Composition of the Group

IPOPEMA Securities S.A. is the Parent of the IPOPEMA Securities Group. Both the Parent and the other Group entities have been established for indefinite time.

As at December 31st 2015, the Group comprised IPOPEMA Securities S.A. and the following subsidiaries:

1) consolidated subsidiaries controlled by the Company

Name of subsidiary	Business profile	Share capital held	Total vote held
IPOPEMA Towarzystwo Funduszy Inwestycyjnych S.A.	<ul> <li>operation of investment fund companies, as well as creation and management of investment funds</li> <li>discretionary management of securities portfolios</li> <li>advisory services in the area of securities trading</li> <li>intermediation in the sale and redemption of investment fund units</li> <li>representation service for foreign funds</li> </ul>	100%	100%
IPOPEMA Business Consulting Sp. z o.o.	<ul> <li>other business and management consultancy services</li> <li>computer facilities management activities</li> <li>computer consultancy services</li> <li>software-related activities</li> <li>wholesale of computers, computer peripherals and software</li> </ul>	50.02%	50.02%

### 2) non-consolidated subsidiaries controlled by the Company

IPOPEMA Outsourcing Sp. z o.o.	- support to IPOPEMA Business Consulting Sp. z o.o.	wholly-owned by IBC	50.02%
IPOPEMA Business Services Srl.	- office and business support	95% held directly 5% indirectly	95% held directly 5% indirectly
IPOPEMA Business Services Kft.	- office and business support	100%	100%

Pursuant to Art. 58.1 of the Accountancy Act, IPOPEMA Business Services Kft., IPOPEMA Business Services Srl and IPOPEMA Outsourcing Sp. z o.o. are not consolidated as their effect on the Group's financial data is immaterial.

### IPOPEMA Towarzystwo Funduszy Inwestycyjnych S.A. ('IPOPEMA TFI') - a subsidiary

IPOPEMA TFI was established on March 14th 2007 and operates under the licence issued by the Polish Financial Supervision Authority (PFSA) on September 13th 2007. Its business profile comprises: (i) operation of an investment fund company, as well as creation and management of investment funds, (ii) discretionary management of securities portfolios, (iii) advisory services in the area of securities trading, (iv) intermediation in the sale and redemption of investment fund units, and (v) representation service for foreign funds. IPOPEMA TFI's share capital amounts to PLN 10,599,441.00 and comprises 3,533,147 registered shares. The composition of the Management Board is as follows: Jarosław Wikaliński (President), Maciej Jasiński and Jarosław Jamka (Vice-Presidents), and Renata Wanat-Szelenbaum (Member). The board members have many years of practice and experience in the financial market, including in asset management and creation of investment funds. IPOPEMA Securities S.A. holds 100% of shares and votes at the General Meeting of IPOPEMA TFI.

On November 30th 2015, IPOPEMA Asset Management S.A. ('IPOPEMA AM') was merged with IPOPEMA Towarzystwo Funduszy Inwestycyjnych S.A. (see Note 24.1).

### IPOPEMA Business Consulting Sp. z o.o. ('IBC') – a subsidiary

IPOPEMA Business Consulting Sp. z o.o. was established on August 26th 2008. Its share capital amounts to PLN 100,050 and is divided into 2,001 shares, of which 1,001 are held by IPOPEMA Securities S.A., and the remaining 1,000 shares are held in equal parts by its partners: Eliza Łoś-Strychowska and Tomasz Rowecki, who are the Management Board of IPOPEMA BC. The company's business profile comprises: (i) other business and management consulting services (ii) computer facilities management activities, (iii) IT consultancy services, (iv) software-related activities, (v) wholesale of computers, computer peripheral equipment and software.

IPOPEMA Outsourcing Sp. z o.o. ('IO') – a wholly-owned subsidiary of IBC, which was established to provide operational support to IPOPEMA Business Consulting Sp. z o.o.

### IPOPEMA Business Services Kft. ('IBS') - a subsidiary

IPOPEMA Business Services Kft. is a commercial company under Hungarian law, established on December 10th 2009, with registered office in Budapest, Hungary. Its founder and sole shareholder is IPOPEMA Securities S.A. IBS's share capital totals HUF 500,000 (PLN 7,000). The core business of the subsidiary is the provision of office and business support services, e.g. for IPOPEMA Securities agents involved in brokerage activities on the Budapest Stock Exchange (BSE). The company has a single-person Management Board: its President is Marcin Kurowski, IPOPEMA Securities S.A.'s employee with a long record of service for the Company.

### IPOPEMA Business Services SRL ('IBS Srl') – a subsidiary

IPOPEMA Business Services Srl of Bucharest, Romania, is a commercial company under Romanian law, established on September 24th 2014. 95% of its share capital is held by IPOPEMA Securities S.A., with a 5% interest held by IBS. The share capital of IBS Srl amounts to RON 200 (PLN 196). The company's principal business consists in the provision of office and business support services, e.g. for IPOPEMA Securities S.A. agents involved in IPOPEMA Securities S.A.'s activities on the Romanian market. The company has a one-person Management Board, with Marcin Kurowski as its President.

Given changes to the model of operating in foreign markets, the process of winding up IBS and IBS Srl began in Q4 2015 and 2016, respectively.

### 3. Basis of preparation

### 3.1. Going concern assumption

These consolidated financial statements were prepared on the assumption that the companies of the Group would continue as going concerns in the foreseeable future. As at the date of approval of these consolidated financial statements, there were no circumstances which would indicate any threat to the Group's consolidated companies continuing as going concerns.

### 3.2. Identification of financial statements

These consolidated financial statements of the Group cover the year ended December 31st 2015 and contain comparative data for the year ended December 31st 2014.

Unless stated otherwise, all figures are presented in PLN '000.

These consolidated financial statements were prepared in accordance with the historical cost convention, save for financial instruments held for trading and financial instruments available for sale, which are measured at fair value.

### 3.3. Statement of compliance

These consolidated financial statements were prepared in accordance with the International Accounting Standards/International Financial Reporting Standards ('IFRS') and related interpretations as endorsed by the European Union. Other standards, revisions and amendments to existing standards, and interpretations of the International Financial Reporting Interpretations Committee ('IFRIC'), which have been endorsed recently or are pending endorsement, are not relevant to the Group's operations or their effect on the Group's financial statements would be immaterial.

The IFRS comprise standards and interpretations approved by the International Accounting Standards Board ('IASB') and the International Financial Reporting Interpretations Committee ('IFRIC').

The Group companies keep their accounting books in accordance with the accounting principles set forth in the Polish Accountancy Act of September 29th 1994 (the 'Act') and the subsidiary regulations issued thereunder ('Polish Accounting Standards'). These consolidated financial statements contain adjustments which are not included in the accounting books of the Group entities but which have been made to achieve compliance of the entities' financial statements with the IFRS.

# 3.4. Measurement currency and reporting currency of the financial statements

The measurement currency and the reporting currency of these consolidated financial statements is the Polish złoty ('PLN') and all figures in these financial statements are presented in thousands of Polish złoty, unless stated otherwise.

### 3.5. Comparability of data

There were no material changes in presentation in 2015 and 2014.

### 4. Material accounting policies

### 4.1. Changes in accounting polices following amendments to IFRS

Standards and interpretations which have been issued and are effective for annual periods beginning on or after January 1st 2015:

- Annual Improvements to IFRSs cycle 2011–2013 effective for annual periods beginning on or after July 1st 2014. They concern IFRS 3: Scope exceptions for joint ventures, IFRS 13: Scope of paragraph 52 (portfolio exception), IAS 40: Clarifying the interrelationship of IFRS 3 and IAS 40 when classifying property as investment property or owner-occupied property;
- IFRIC 21 'Levies' effective for annual periods beginning on or after June 17th 2014;

The Group believes that the above standards and interpretations did not have a material effect on its consolidated financial statements when first adopted, resulting only in changes to applied accounting policies or broadening the scope of required disclosure.

# 5. New standards and interpretations which have been issued but are not yet effective

The following standards and interpretations have been published by the International Accounting Standards Board or the International Financial Reporting Interpretations Committee but are not effective yet:

- Amendments to IAS 19 'Employee Benefits' effective for annual periods beginning on or after February 1st 2015;
- Amendments to IFRS 11 'Joint Arrangements' effective for annual periods beginning on or after January 1st 2016; The amendments introduce new requirements concerning disclosure of acquisition of an interest in a joint operation and provides guidance on how to account for such acquisition;
- Amendments to IAS 16 and IAS 38 effective for annual periods beginning on or after January 1st 2016; Amendments to IAS 16 and IAS 38 introduced the rule related to 'consumption of the economic benefits' with respect to recognition of depreciation and amortisation. The IASB has clarified that revenue-based methods should not be used to calculate depreciation or amortisation;
- Amendments to IAS 16 and IAS 41 'Agriculture: Bearer Plants' effective for annual periods beginning
  on or after January 1st 2016. The amended IAS 16 and IAS 41 require that bearer plants be accounted
  for in the same way as property, plant and equipment and that the IAS 16 regulations be applied to
  measure bearer plants at cost or revalued amounts. The produce growing on bearer plants will
  continue to be measured at fair value less costs to sell, as required by IAS 41. The amendments do not
  apply to livestock;
- Amendments to IAS 27: Equity Method in Separate Financial Statements effective for annual periods beginning on or after January 1st 2016. The amendment permits the use of the equity method as one of optional methods of accounting for investments in subsidiaries, associates and jointly-controlled entities in separate financial statements;
- Amendments to IFRS 11 'Joint Arrangements' effective for annual periods beginning on or after January 1st 2016. The amendments clarify the accounting for acquisitions of an interest in a joint operation when the operation constitutes a business as defined in IFRS 3 'Business Combinations'. They impose the requirement that all of the principles on business combinations accounting in IFRS 3 and other IFRSs must be applied with the exception of those principles that conflict with the guidance in IFRS 11.
- Amendments to IAS 1 'Disclosures' effective for annual periods beginning on or after January 1st 2016:
- Annual Improvements to IFRSs cycle 2010–2012 effective for annual periods beginning on or after February 1st 2015. They concern IFRS 2: Definition of 'vesting conditions', IFRS 3: Accounting for contingent consideration in a business combination, IFRS 8: Aggregation of operating segments and reconciliation of the total of the reportable segments' assets to the entity's assets, IFRS 13: Short-term receivables and payables, IAS 7: Interest paid that is capitalised, IAS 16/IAS 38: Revaluation method – proportionate restatement of accumulated depreciation, IAS 24: Key management personnel;
- Amendments to various standards made as part of an annual IFRS improvement cycle: Annual Improvements 2012–2014 – effective for annual periods beginning on or after January 1st 2016. They concern IFRS 5 Change of disposal method, IFRS 7 Servicing contracts, IAS 19 Discount rate: regional market issue, IAS 34 Disclosure of information 'elsewhere in the interim financial report'.

The Group will apply the amended provisions of the standards as of January 1st 2016, unless a different effective date for the amended provisions is provided. When first adopted, the amended standards will have no material effect on the Group's consolidated financial statements.

The Group did not opt for early application the above standards, amendments, and interpretations.

# 6. Standards adopted by the International Financial Reporting Standards Board but not yet endorsed by the European Union

IFRS 9 'Financial Instruments' – published by the International Accounting Standards Board on July 24th 2014; the standard's final version supersedes previous versions of IFRS 9, completing the Board's project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. The new standard regulates classification and measurement of financial assets and liabilities, as well as impairment and hedge

accounting. IFRS 9 does not include guidelines on hedge accounting of portfolios of financial assets and liabilities, since these matters are covered by a separate project of the International Accounting Standards Board. The standard is effective for annual periods beginning on or after January 1st 2018;

- IFRS 14 'Regulatory Deferral Accounts' published by the International Accounting Standards Board on January 30th 2014, effective for annual periods beginning on or after January 1st 2016. The standard permits an entity which is a first-time adopter of IFRS to continue to account for rate-regulated activities in accordance with its previous accounting policies. To ensure better comparability with entities which already use IFRS and do not account for such activities, in accordance with the published IFRS 14, amounts from rate-regulated activities should be presented as a separate item in the statement of financial position, statement of profit or loss, and statement of other comprehensive income:
- IFRS 15 'Revenue from Contracts with Customers' published by the International Accounting Standards Board on May 28th 2014, effective for annual periods beginning on or after January 1st 2018. IFRS 15 introduces new revenue recognition principles. The core principle of IFRS 15 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Under IFRS 15 revenue is recognised when control over the goods or services is passed to the customer. If certain conditions are met, revenue is recognised over time to reflect the satisfaction by an entity of its performance obligations, otherwise it is recognised at a point in time when control over the goods or services passes to the customer:
- Amendments to IFRS 10 and IAS 28 'Sale or Contribution of Assets between an Investor and its Associate
  or Joint Venture' effective for annual periods beginning on or after January 1st 2016. The amendments
  clarify the manner of accounting for a transaction in which a parent loses control over its subsidiary that does
  not constitute a business as defined in IFRS 3 Business Combinations through a sale or contribution of all or
  a part of shares in that subsidiary to an equity-accounted associate or joint venture;
- Amendments to IAS 12 'Recognition of Deferred Tax Assets for Unrealised Losses' effective for annual periods beginning on or after January 1st 2017. The amendments to IAS 12 clarify the accounting for deferred tax assets for unrealised losses on debt instruments measured at fair value. They also provide guidance on identification of deductible temporary differences. In particular, the standard confirms that decreases below cost in the carrying amount of a fixed-rate debt instrument measured at fair value for which the tax base remains at cost give rise to a deductible temporary difference. This applies irrespective of whether the debt instrument's holder intends to continue to hold it or to sell it;
- Amendments to IAS 7 (Disclosure Initiative) effective for annual periods beginning on or after January 1st 2017. Amendments to IAS 7 impose the requirement to disclose in the statement of cash flows changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes. The standard states that in order to fulfil the requirement an entity must provide a reconciliation between the opening and closing balances in the statement of financial position for individual liabilities classified as cash flows from financing activities in the statement of cash flows;
- IFRS 16 'Leases' effective for annual periods beginning on or after January 1st 2019. As a key change, the standard brings leases under a single accounting model, eliminating the distinction between operating and finance leases. Under this model, the lessee is required to recognise lease assets and liabilities in the statement of financial position unless the lease term is 12 months or less or the underlying asset has a low value. The lessee is also required to recognise depreciation of lease assets separately from interest on lease liabilities in the statement of profit or loss. For lessors the accounting remains largely unchanged under IFRS 16 they continue to classify their leases as either operating leases or finance leases and to account for those two types of leases differently.
- Amendments to IFRS 10, IFRS 12 and IAS 28 'Investment Entities: Applying the Consolidation Exception' –
  effective for annual periods beginning on or after January 1st 2016;

The Group believes that application of the amended standards will not have any material effect on its financial statements when first adopted.

### 7. Material judgements and estimates

### 7.1. Professional judgement

Where a given transaction does not fall within the scope of any standard or interpretation, the Company's Management Board relies on its subjective judgement to determine and apply accounting policies which will ensure that the consolidated financial statements contain only relevant and reliable information and that they:

- give a clear, true and fair view of the Group's assets, its financial standing, results of operations and cash flows.
- reflect the economic substance of transactions,
- are objective,

- conform with the principles of prudent valuation,
- are complete in all material respects.

The Group makes estimates and assumptions which affect the amounts of assets and liabilities disclosed in the subsequent period. The estimates and assumptions are subject to ongoing review and are based on past experience and other factors, including expectations as to future events, which seem justified in a given situation.

The subjective judgements made as at December 31st 2015 and details regarding estimates and judgements are presented in Note 7.2.

### 7.2. Estimation uncertainty

As many items presented in the consolidated financial statements cannot be measured accurately, certain estimates need to be made by the Group in the preparation of the consolidated financial statements. The Group reviews such estimates taking into account changes in the factors on which such estimates were based, new information and past experience. Therefore, the estimates made as at December 31st 2015 may be changed if their underlying assumptions change or if the Group becomes aware of any facts affecting the estimates. For information on the key estimates, see the following Notes:

Note		Type of disclosure
9.7.1	Impairment losses on receivables	Main assumptions underlying the computation of recoverable amount
9.4 and 9.5	Useful lives of property, plant and equipment and intangible assets	Useful lives and depreciation/amortisation methods are reviewed at the end of each reporting period or more frequently
9.12.1	Accruals and deferred income	Assumptions underlying the liability amount estimates

### 8. Changes in estimates

In the period covered by these consolidated financial statements, there were no changes in estimates other than changes in accruals and deferred income, impairment losses on receivables and depreciation/amortisation, as discussed in Notes 15.1.1, 13.2.1, 13.6 and 13.7.

### 9. Material accounting policies

### 9.1. Consolidation rules

These consolidated financial statements include the financial statements of IPOPEMA Securities S.A. and the financial statements of its subsidiaries prepared for the year ended December 31st 2015 and December 31st 2014 (in the case of the statement of comprehensive income, the statement of cash flows and statement of changes in equity) and as at December 31st 2015 and December 31st 2014 (in the case of the statement of financial position). Subsidiaries IPOPEMA Business Services Kft. ('IBS'), IPOPEMA Business Services Srl and IPOPEMA Outsourcing Sp. z o.o. were excluded from consolidation for 2015 and 2014 due to immateriality of their financial data in relation to the Group's financial data.

Subsidiaries are investees controlled by the Group. An investor controls an investee when it has power over the investee, it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Entities are consolidated from the date the parent assumes control over them, and cease to be consolidated from the date such control is lost.

The financial statements of the subsidiaries were prepared for the same reporting period as the financial statements of the Parent, using uniform accounting policies, and with accounting policies consistently applied to economic events and transactions of similar nature. Adjustments were made to eliminate any discrepancies in the applied accounting policies. The consolidated financial statements combine items of assets, liabilities, equity, income and expenses of the Parent with those of its subsidiaries, and eliminate the carrying amount of the Parent's investment in each subsidiary and the Parent's portion of equity of each subsidiary.

Any balances and transactions of significant value between Group companies, including unrealised gains from intra-Group transactions, were fully eliminated. Unrealised losses were eliminated unless they were evidence of impairment.

A non-controlling interest is equity in a subsidiary not attributable, directly or indirectly, to the Parent. Non-controlling interests are presented by the Group in the consolidated statement of financial position within equity, separately from the equity of the owners of the Parent.

Business combinations of entities under common control are accounted for using the predecessor value method, where assets and liabilities of the acquiree are not measured at fair value but they are recorded by the acquirer in its financial statements at the acquired values as disclosed in the consolidated financial statements prepared by the higher-tier entity which controls the entities involved in the business combination. The result of a combination of entities under common control is recognised in the separate financial statements of the acquirer within equity, as retained earnings or deficit.

The companies whose scale of business is immaterial relative to the scale of business of the Group are not consolidated, but they are measured at cost less impairment losses.

### 9.2. Correction of errors

No corrections of errors have been made in these consolidated financial statements.

### 9.3. Translation of foreign-currency items

Transactions in currencies other than the Polish złoty are accounted for as at the transaction date, using the following exchange rates:

- 1) the exchange rate actually applied on the transaction date, resulting from the nature of the transaction in the case of sale or purchase of foreign currencies and payment of receivables or liabilities,
- 2) the mid-exchange rate quoted for a given currency by the National Bank of Poland (the 'NBP') on the day preceding the transaction date in the case of payment of receivables or liabilities, if the application of the exchange rate specified in item 1 is not justified, and in the case of other transactions.

As at the end of the reporting period, monetary assets and liabilities denominated in currencies other than the Polish złoty are translated into the złoty at the mid-exchange rate quoted by the NBP for a given currency, in effect at the end of the reporting period. Currency translation differences are recognised in finance income or costs, as appropriate.

The following exchange rates were applied for the purposes of balance-sheet valuation:

Currency	Dec 31 2015	Dec 31 2014
USD	3.9011	3.5072
EUR	4.2615	4.2623
HUF 100	1.3601	1.3538
GBP	5.7862	5.4648
UAH	0.1622	0.2246
CZK	0.1577	0.1537
CHF	3.9394	3.5447
RON	0.9421	0.9510
JPY 100	3.2411	2.9353
NOK	0.4431	0.4735
CAD	2.8102	3.0255
TRY	1.3330	1.5070
SEK	0.4646	0.4532
DKK	0.5711	0.5725
INR 100	5.8962	5.5473

Source: National Bank of Poland.

### 9.4. Property, plant and equipment

Property, plant and equipment are disclosed at cost less depreciation charges and impairment losses, if any. Property, plant and equipment are initially disclosed at cost plus any costs directly related to the purchase of the assets and bringing them to appropriate condition for their intended use. The cost also includes the cost of replacing component parts of plant and equipment, which is recognised when incurred if relevant recognition criteria are fulfilled. Costs incurred after a given asset has been placed in service, such as costs of maintenance or repair, are charged to the consolidated statement of comprehensive income when incurred.

Upon acquisition, items of property, plant and equipment are divided into components of material value to which separate useful economic lives can be assigned.

Spare parts and service parts of material value recognised under property, plant and equipment are depreciated over their expected useful economic lives, which, however, may not be longer than the useful lives of the serviced items of property, plant and equipment.

Depreciation/amortisation is charged using the straight-line method over the estimated useful life of an asset. The depreciation/amortisation rates applied by the Group are presented in the table below:

Type of asset	Depreciation/amortisation rate
Plant and equipment	10%
Office equipment	20%
Computers	30%
Buildings and premises	14.29%
Intangible assets	20% - 50%

If during the preparation of the consolidated financial statements any circumstances are identified indicating that the carrying amount of an asset may not be recoverable, such asset is tested for impairment. If there is indication of impairment and the carrying amount of an asset exceeds its estimated recoverable amount, then the carrying amount of the asset is reduced to the recoverable amount. The recoverable amount is equal to the higher of the fair value less cost to sell or the value in use. To calculate the value in use, the Group discounts the expected future cash flows to their present value using a pre-tax discount rate which reflects current market assessments of the time value of money and the risk specific to a given asset. Impairment losses are recognised in the consolidated statement of comprehensive income under other expenses.

Items of property, plant and equipment may be derecognised from the consolidated statement of financial position following their disposal or if no further economic benefits are expected to be derived from their further use. Gains or losses arising on derecognition of a given asset from the consolidated statement of financial position (calculated as the difference between net proceeds from its disposal, if any, and the carrying amount of the asset) are posted to the consolidated statement of comprehensive income in the period when the item was derecognised.

Residual values, useful lives and methods of depreciation/amortisation of assets are reviewed and, if necessary, adjusted at the end of each financial year.

### 9.5. Intangible assets

Intangible assets acquired in a separate transaction are initially measured at cost. Following initial recognition, intangible assets are measured at cost less accumulated amortisation and impairment losses, if any.

The amortisation periods of intangible assets range from two to five years, depending on the type of an asset.

The Group determines whether intangible assets have definite or indefinite useful lives. Intangible assets with definite useful lives are amortised throughout their useful lives and tested for impairment each time there is an indication of impairment. The amortisation period and the amortisation method for an intangible asset with a definite useful life are reviewed at the end of each financial year or more frequently. Changes in the expected useful life or pattern of consumption of the future economic benefits embodied in an asset are disclosed by changing the amortisation period or amortisation method, as appropriate, and are accounted for as changes in accounting estimates. The Group does not carry any intangible assets with indefinite useful lives. Consequently, all intangible assets are amortised.

### 9.6. Financial instruments

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

Financial instruments are classified by the Group into the following categories:

Financial assets

- financial assets at fair value through profit or loss (including financial instruments held for trading),
- loans and receivables,
- financial instruments held to maturity,
- financial instruments available for sale.

Financial liabilities

- financial liabilities at fair value through profit or loss (including financial instruments held for trading),
- financial liabilities at amortised cost.

The Group classifies each financial instrument into a given category upon initial recognition.

### Financial instruments and financial liabilities measured at fair value through profit or loss

A financial asset is designated as held for trading if it is acquired principally for the purpose of selling it in the near term, if it is part of a portfolio for which there is a pattern of short-term profit-taking, or if it is a derivative with positive fair value.

The Group designates a financial asset/liability as measured at fair value through profit or loss if:

- it is classified as held for trading (i.e. it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term, it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking, or it is a derivative (except for a derivative that is designated as an effective hedging instrument),
- it was designated as measured at fair value through profit or loss on initial recognition.

As far as the Group is concerned, the category includes primarily equity instruments acquired for resale in the near term, i.e. shares traded on the Warsaw Stock Exchange and the Budapest Stock Exchange. The Group does not apply hedge accounting.

Financial liabilities other than held for trading may be designated by the Group upon initial recognition as financial liabilities measured at fair value through profit or loss if:

- the designation will eliminate or significantly reduce a measurement or recognition inconsistency; or
- a group of financial assets or liabilities or both is managed and its performance is measured on a fair value basis in accordance with a documented risk management or investment strategy applied by the Group, whereunder information regarding asset grouping is exchanged internally; or
- they constitute part of a contract with one or more embedded derivatives, and IAS 39 permits that the entire contract (an asset or a liability) be designated as at fair value through profit or loss.

Financial instruments and financial liabilities acquired in transactions on the regulated market are recognised as at the transaction date at cost, i.e. at the fair value of expenses incurred or other assets transferred in return, whereas financial liabilities are first recognised in the accounting books at the contract date at the fair value of the amount or other assets received.

Financial instruments held for trading are measured at fair value as at each reporting date, and any resultant gains or losses are disclosed under revenue or costs related to financial instruments held for trading.

Financial instruments held for trading comprise shares listed on the Warsaw and Budapest Stock Exchanges. For the purpose of the measurement, the Group takes into account closing prices quoted by the Warsaw Stock Exchange ('WSE') and Budapest Stock Exchange ('BSE') on the last business day of the reporting period.

### Loans and receivables

Trade receivables, loans and other receivables with fixed or negotiable payment terms, not traded on an active market, are classified as loans and receivables. Loans and receivables are measured at amortised cost using the effective interest rate method, less impairment losses. Interest income is recognised at the effective interest rate, save for current receivables where recognition of interest income would be immaterial. Non-interest bearing current receivables are measured at amounts receivable, subject to the prudent valuation principle. Current receivables include mainly trade receivables, bank deposits and other cash, as well as loans and acquired unlisted debt instruments not classified into other categories. Loans advanced to IPOPEMA Securities' employees and business partners are classified under 'Loans advanced'. Since loans may be amortised after the repayment date, the Group applies the straight-line amortisation method with respect to the principal amount and accrued interest. Amortisation charges are disclosed under finance costs.

Loans and receivables also include cash held mainly in bank deposits, and trade receivables described in Note 9.7.

### Financial instruments available for sale

Financial instruments available for sale are those non-derivative financial instruments which are designated as available for sale or are not classified into any of the other categories.

Financial assets available for sale include mainly investment certificates, investment fund units, and government bonds acquired in order to invest cash surplus, other than investment certificates which have been designated as financial assets at fair value through profit or loss since the Group intends to sell them in the near term. This category also includes shares in non-consolidated subsidiaries.

Financial instruments available for sale are classified as non-current assets if they are not intended for sale within a year from the end of the reporting period; otherwise, they are classified as current assets. As at the end

of each reporting period, financial instruments available for sale are measured at fair value, and any resultant gains or losses (other than impairment losses) are recognised under other comprehensive income. In the case of bonds, the gain or loss to be recognised under other comprehensive income comprises the difference between the measurement-date fair value of the assets less interest accrued up until that date at the contractual interest rate, and the value of the assets at adjusted cost.

Acquisition and sale of financial instruments available for sale are recognised as at the transaction date. On initial recognition, they are measured at fair value, including the transaction costs.

Shares in non-consolidated subsidiaries are measured at cost less impairment losses. Investment certificates and investment fund units are recognised at fair value, based on the net value per certificate as published by the investment fund in consultation with the depositary. Remeasurement gains and losses are posted under other comprehensive income.

### Financial liabilities measured at amortised cost

Other financial liabilities, including borrowings, are initially measured at fair value less transaction costs and then at amortised cost (interest expense is measured using the effective cost method). The effective interest rate method is a method of calculating the amortised cost of a liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that effectively discounts estimated future cash payments over the expected life of a given liability or, when appropriate, a shorter period.

The Group derecognises a financial liability when, and only when, the Group's obligation specified in the contract is discharged or cancelled or expires.

### 9.7. Receivables

### 9.7.1. Current receivables

Current receivables include all receivables from clients, non-consolidated related entities, banks conducting brokerage activities, other brokerage houses and commodity brokerage houses under executed transactions, as well as all or part of receivables related to other items, which are not classified as financial assets, in each case maturing within 12 months from the end of the reporting period.

Receivables are initially recognised at nominal value and measured as at the end of the reporting period at amounts receivable. Receivables are remeasured to account for the probability of their payment and impairment losses are recognised where necessary. The Group recognises impairment losses if there is objective evidence that it will not be able to recover all the amounts due in line with the original contractual terms.

Impairment losses are recognised in particular for:

receivables past due by 6 months to 1 year - impairment loss of 50% of the receivables amount is recognised,

receivables past due by more than 1 year - impairment loss of 100% of the receivables amount is recognised.

Apart from the above general rule, the Group may also recognise impairment losses on an individual basis, when it believes that there is considerable risk that the full amount of a receivable may not be recovered. Such impairment losses were recognised on loans and trade receivables.

Impairment losses on receivables are recognised under other expenses. The cost connected with recognition of impairment losses at the time of confirming that particular receivables are uncollectible is a tax-deductible expense; otherwise, such cost is not tax-deductible. Impairment losses on receivables are reversed if the impairment decreases in subsequent periods and the increase in the value of the receivables may be attributed to events that occurred after the impairment loss was recognised. Reversed impairment losses are recognised under other income.

<u>Current receivables from clients, current receivables from banks conducting brokerage activities, other brokerage houses and commodity brokerage houses, current liabilities to clients and current liabilities to banks conducting brokerage activities, other brokerage houses and commodity brokerage houses.</u>

Current receivables from clients, current receivables from banks conducting brokerage activities, other brokerage houses and commodity brokerage houses, current liabilities to clients and current liabilities to banks conducting brokerage activities, other brokerage houses and commodity brokerage houses arise in connection with securities purchases and sales which have not yet been settled at the clearing houses due to the transaction clearing procedure (T+2; until October 5th 2014 the clearing period was T+3). In the case of purchase transactions on stock exchanges made to execute orders placed by clients whose accounts are kept by custodian banks, the Group recognises current liabilities towards banks conducting brokerage activities and brokerage houses (parties to the market transactions)\* and current receivables from the clients for whom the purchase transactions were executed. In the case of sale transactions executed on stock exchanges to execute orders placed by clients whose accounts are kept by custodian banks, the Group discloses current receivables

from banks conducting brokerage activities and other brokerage houses (parties to the market transactions)\* and current liabilities towards the clients for whom the sale transactions were executed.

\* Pursuant to Art. 45h of the amended Act on Trading in Financial Instruments, in the case of transactions executed on the WSE, KDPW CCP (the clearing agent) assumed the rights and obligations of the parties to the market transactions.

### 9.7.2. Non-current receivables

Non-current receivables are receivables whose terms to maturity are longer than 12 months from the end of the reporting period.

### 9.8. Impairment losses

As at the end of each reporting period the Group evaluates whether there is any indication that an asset may be impaired. Intangible assets which are not yet available for use are tested on an annual basis, regardless of whether there is an indication of impairment. These assets may be tested for impairment at any time during the year.

The following indication of possible impairment of an asset may be identified:

- impairment of the market value of an asset during the period is much higher than it might have been expected as a result of passage of time and normal use,
- significant technological, market, economic or legal changes, unfavourable for the Group, have occurred during the reporting period or are likely to occur in the near future in the Group's operating environment or on the markets for which the asset is intended,
- market interest rates or other market rates of return on investment have increased during the period and the increase is likely to affect the discount rate applied to calculate the value in use of the asset and decrease its recoverable amount,
- the carrying amount of the Group's net assets is higher than their market capitalisation value,
- evidence exists for impairment of usefulness of an asset or physical damage to an asset,
- significant changes, unfavourable for the Group, in the current or expected scope or manner of use of an asset have occurred during the period or are likely to occur in the near future,
- there is evidence, originating from internal reporting, for poorer than expected, current or future, economic performance of an asset.

### 9.9. Cash and cash equivalents

Cash and cash equivalents disclosed in the consolidated statement of financial position include cash in hand and at banks, as well as short-term deposits, with original terms to maturity not exceeding three months, together with any interest accrued for the period.

The balance of cash and cash equivalents shown in the consolidated statement of cash flows comprises the same cash and cash equivalent items.

### **9.10. Equity**

Equity is recognised in the accounting books broken down into its individual components and in accordance with the rules set forth in the applicable laws and in the Company's Articles of Association. Share capital is recognised in the amount specified in the Company's Articles of Association and in the relevant National Court Register entry. Other components of equity include: statutory reserve funds, revaluation capital reserve and other capital reserves.

The statutory reserve funds comprise share premium, that is the amount of issue proceeds in excess of the par value of the issued shares, less the share issue costs.

Other capital reserves include revaluation capital reserve and other capital reserves created in connection with the implementation of incentive schemes and dilution of shares.

Retained earnings comprise: statutory reserve funds created out of retained earnings, capital reserve, the aggregate capital adjustments resulting from the changes in accounting policies at the time of transition to IAS/IFRS, retained earnings or deficit (accumulated profits/losses brought forward), and net profit/(loss) for the current reporting period.

### 9.11. Liabilities

### 9.11.1. Current liabilities

Current liabilities are liabilities which are payable within 12 months from the end of the reporting period. Liabilities are measured at amounts payable.

Current liabilities include all liabilities to clients, liabilities to non-consolidated related entities, liabilities to banks conducting brokerage activities, other brokerage houses and commodity brokerage houses under executed transactions, liabilities to the Central Securities Depository of Poland and exchange clearing houses, and liabilities to entities operating regulated securities markets, as well as all other liabilities not classified as non-current liabilities, accruals and deferred income or provisions for liabilities.

Current liabilities also include overdrafts, measured as described in Note 9.6 above.

The recognition of current liabilities under executed transactions is discussed in Note 9.7.1 above.

### 9.11.2. Non-current liabilities

Non-current liabilities are liabilities which are payable within more than 12 months from the end of the reporting period.

### 9.12. Provisions, accruals and deferred income

### 9.12.1. Accruals and deferred income

Accruals comprise liabilities in respect of goods or services which have been provided or rendered but have not been paid for, invoiced or formally agreed with the supplier, including amounts due to employees.

While in certain situations it is necessary to make an estimate of the amount or payment date for an item of accruals and deferred income, in general the degree of uncertainty is much smaller than in the case of provisions. The items recognised by the Group under accruals and deferred income include in particular: settlements relating to employee holidays or bonuses, as well as costs incurred but not invoiced or settled as at the reporting date.

### 9.12.2. Provisions

Provisions are recognised if the Group has a legal or constructive obligation resulting from a past event, the amount of such obligation can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

If the Group anticipates that the costs for which provisions have been recognised will be recovered, e.g. under an insurance agreement, the recovery of such funds is recognised as a separate asset, but only when is practically certain to occur. The cost related to a given provision is disclosed in the consolidated statement of comprehensive income after reduction by the amount of any recoveries.

In the consolidated statement of financial position, provisions are presented broken down into non-current and current provisions. Provisions are classified as non-current or current depending on when a given item will become an actual liability (whether within 12 months or more than 12 months from the end of the reporting period).

### 9.13. Accrual basis of accounting and matching principle

In determining its net profit/(loss), the Group takes into account all revenues and related expenses attributable to a given period, irrespective of the date of payment.

In order to match revenues to related expenses, expenses or revenues relating to future periods and expenses attributable to a given period which are yet to be incurred are posted under assets or liabilities, as applicable, of the given period. This means that expenses are accounted for on an accrual basis. Expenses attributable to a given reporting period which are yet to be incurred are recognised as liabilities (under accruals and deferred income).



### 9.14. Revenue from core activities

Revenue includes only inflows of economic benefits, on a gross basis, received or receivable by a business entity for its own account.

Revenue is recognised to the extent it is probable that the Group will obtain economic benefits from a given transaction and the amount of revenue can be reliably measured. The amount of revenue is measured at fair value of the consideration received or receivable. Revenue from core activities is recognised if it is probable that the economic benefits associated with a transaction will flow to Group companies and if the revenue and the related expenses can be reliably measured. Revenue comprises amounts received and receivable net of VAT. The amount of revenue is measured at fair value of the consideration received or receivable.

Where the date of commencement of a service and the date of its completion fall into different reporting periods, the related revenue and expenses are recognised by reference to the stage of completion of the service if the outcome of the transaction can be reliably measured, i.e. if the total amount of revenue under the service contract and the amount of costs associated with the service can be measured reliably and if it is probable that the economic benefits associated with the contract will flow to the Group.

If the above conditions cannot be met, revenue is recognised only to the extent of costs incurred as at a given date that are recoverable.

If a service consists of an indeterminable number of activities performed over a specified period of time, then due to practical reasons revenue is recognised using the straight-line method (evenly) over the course of that period.

The Group's main sources of revenue are revenue from transactions in securities executed for clients and revenue from investment banking services, including revenue from offering of securities and M&A advisory, revenue from management of investment funds, charges relating to the creation of individual funds and issuance of investment certificates of the funds, revenue from asset management and consultancy services in the area of corporate strategy and operations, as well as from IT consultancy services.

Revenue from transactions in securities is derived from brokerage activities of IPOPEMA Securities, which acts as an intermediary in transactions executed by institutional clients on the equity market of the Warsaw and Budapest Stock Exchanges, as well as on the bond market. Revenue from transactions in securities depends on the trading volume and is recognised with each executed transaction. Revenue from consultancy services is recorded in line with the progress of work under a consultancy mandate. Revenue derived from the management of funds is recognised in the amount specified in the funds' articles of association or other binding document.

### 9.15. Gain (loss) on transactions in financial instruments

### 9.15.1. Gain (loss) on transactions in financial instruments held for trading

Gain (loss) on transactions in financial instruments held for trading includes dividends and other distributions from profit, interest, valuation adjustments and gain on sale/redemption. Costs related to financial instruments held for trading include valuation adjustments and loss on sale/redemption.

### 9.15.2. Gain (loss) on transactions in financial instruments available for sale

Gain (loss) on transactions in financial instruments available for sale includes dividends and other distributions from profit, interest, impairment losses, amortisation of discount on debt securities, and gain on sale/redemption. Costs related to financial instruments available for sale include impairment losses and loss on sale/redemption.

### 9.16. Share-based payments

Equity-settled share-based payments to employees and other persons providing similar services are measured at the fair value of equity instruments as at the grant date.

The fair value of equity-settled share-based payments measured as at the grant date is recognised as an expense with the straight-line method during the vesting period, based on the Group's estimates regarding equity instruments to be vested. At the end of each reporting period the Group reviews its estimates of the number of equity instruments to be granted. The impact of such review, if any, is recognised in the consolidated statement of comprehensive income over the remaining grant period, with relevant adjustments made to equity.

### 9.17. Finance income and costs

The Group's finance income includes interest on deposits, interest on loans advanced, other interest and foreign-exchange gains. Interest income is recognised in the consolidated statement of comprehensive income as it accrues.

The Group classifies as finance costs in particular: borrowing costs, interest on borrowings, other interest, and foreign-exchange and financial transaction losses.

Foreign-exchange gains/losses on the collection or payment, as appropriate, and balance-sheet measurement of trade receivables and payables are posted to finance income or costs.

Borrowing costs are measured at amortised cost. Borrowing costs are expensed in the period in which they are incurred, except to the extent that they are capitalised. Capitalised borrowing costs are recognised in the periods to which they relate.

The Group does not incur borrowing costs that are directly attributable to the acquisition, construction or production of an asset.

### 9.18. Income tax

### 9.18.1. Tax

Tax assets and liabilities for the current period and for previous periods are measured at the amount of the expected payment due to the tax authorities or expected refund from the tax authorities, as appropriate, with the use of tax rates and based on fiscal regulations legally or actually binding as at the end of the reporting period.

### 9.18.2. Deferred income tax

For the purposes of financial reporting, the Group recognises deferred tax liabilities using the balance-sheet liability method in relation to all temporary differences recorded as at the end of the reporting period between the value of assets and liabilities computed for tax purposes and their carrying amounts disclosed in the consolidated financial statements.

Deferred tax liabilities are recognised in relation to all taxable temporary differences.

Deferred tax assets are recognised in relation to all deductible temporary differences and unused tax assets.

The carrying amount of a deferred tax asset is reviewed as at the end of each reporting period and is subject to appropriate reduction to the extent it is no longer probable that taxable income sufficient for a partial or full realisation of this deferred tax asset would be generated.

Deferred tax assets and deferred tax liabilities are calculated using tax rates expected to be effective at the time of realisation of particular asset or reversal of particular liability, based on tax rates and fiscal regulations effective as at the end of the reporting period or tax rates and fiscal regulations which as at the end of the reporting period are certain to be effective in the future. The carrying amount of a deferred tax asset is reviewed as at the end of each reporting period and is subject to appropriate reduction to the extent it is no longer probable that taxable income sufficient for a partial or full realisation of this deferred tax asset would be generated.

### 10. Earnings per share

For each period, earnings per share are computed as the quotient of the net profit attributable to the Parent for the period and the weighted average number of shares in the period.

To obtain diluted earnings per share, the weighted average number of shares in the period is adjusted to account for all potentially dilutive ordinary shares. In the Company's case, these are Series C shares which may be issued within the limit of conditional share capital in connection with the incentive scheme adopted at the Company, to the extent it is implemented. To date, 1,880,952 shares have been allocated to be subscribed for by the eligible persons after certain criteria are met. Given the low number of dilutive shares, the values of basic earnings per share and diluted earnings per share in the periods covered by these consolidated financial statements are similar.

	Dec 31 2015	Dec 31 2014
Number of shares	29,937,836	29,937,836
Weighted average number of shares	29,937,836	29,937,836
Diluted number of shares	29,937,836	29,937,836
Earnings from continuing operations		
- basic	0.13	0.15
- diluted	0.13	0.15

### 11. Seasonality

The Group's operations are not subject to seasonality and the presented results do not show any material fluctuations during the year.

### 12. Operating segments

For management purposes, the Group is divided into separate segments based on types of products and services. The following reporting operating segments have been identified:

- 1) The segment of brokerage and related services, comprising IPOPEMA Securities' business, i.e. brokerage and investment banking activities, which focus on public offerings of securities (particularly equities) where the Company acts as the coordinator, offering broker and financial adviser issue of debt instruments, M&A transactions and management buy-outs, as well as advisory mandates concerning the raising of financing on the private market, including from private equity funds and through pre-IPO placements. The segment also includes advisory services related to corporate financial restructuring.
- 2) The segment of investment fund and portfolio management, comprising the business of IPOPEMA TFI and IPOPEMA AM (acquired by IPOPEMA TFI on November 30th 2015); the two companies focus on the creation and management of investment funds as well as management of portfolios of broker-traded financial instruments.
- 3) The segment of consultancy services, comprising services of IPOPEMA Business Consulting, which focuses on business and management consultancy, computer facilities management, computer consultancy and software-related activities.



		Continuing of	Discontinued	Total		
Jan 1 2015 - Dec 31 2015	Brokerage and related services	Investment fund and portfolio management	Consultancy services	Total	Discontinued operations	operations
Revenue	•					
Segment's total revenue, including:	47,425	38,525	12,178	98,128	-	98,128
- to clients for each of whom the value of transactions in the period exceeds 10% of revenue						
Intersegment sales	-	-	-113	-113	-	-113
Consolidation eliminations Sales to external clients	47,425	38,525	12,065	98,015	-	98,015
Sales to external chemis	47,425	30,323	12,003	90,013	_	90,013
Segment's costs						
Segment's costs – purchases from external suppliers	-43,034	-35,947	-11,976	-90,957	-	-90,957
Segment's costs – intersegment purchases	-	-	-	-	-	-
Consolidation eliminations	71	126	-	197	-	197
Segment's total costs, including:	-42,963	-35,821	-11,976	-90,760	-	-90,760
Depreciation and amortisation expenses	-1,761	-671	-88	-2,520	-	-2,520
Segment's profit/(loss) on core activities	4,462	2,704	89	7,255	-	7,255
Unallocated costs	-	-	-	-	-	-
Profit/(loss) from continuing operations before tax and finance costs	4,462	2,704	89	7,255	-	7,255
Interest income	455	169	19	643	-	643
Interest expenses	-1,123	-34	-1	-1,158	-	-1,158
Other net finance income/expenses	124	69	-2	191	-	191
Other income/expenses	261	-89	-6	166	-	166
Consolidation eliminations	-1,484	-155	-	-1,639	-	-1,639
Profit/(loss) before tax and non-controlling interests	2,695	2,664	99	5,458	-	5,458
Income tax	663	771	58	1,492	-	1,492
Consolidation eliminations	-	-14	-	-14	-	-14
Total corporate income tax	663	757	58	1,478	-	1,478
Net profit/(loss) for the financial year	2,032	1,907	41	3,980	-	3,980
Net profit for the year (excluding costs of incentive scheme)	2,080	1,907	41	4,028	-	4,028

Assets and liabilities as at Dec 31 2015 Segment's assets Segment's investments in equity-accounted subordinated	314,512	30,814	7,984	353,310	-	353,310
entities	-	-	-	-	-	-
Other assets not attributed to segments	-	-	-	-	-	-
Total assets	314,512	30,814	7,984	353,310	-	353,310
Segment's liabilities	254,353	3,829	1,006	259,188	-	259,188
Accruals and deferred income	5,168	4,546	-	9,714	-	9,714
Segment's net profit/(loss)	2,032	1,907	41	3,980	-	3,980
Equity (net of profit/loss for current period)	54,412	19,726	2,782	76,920	-	76,920
Non-controlling interests	-	-	3,508	3,508	-	3,508
Total equity and liabilities	315,965	30,008	7,337	353,310	-	353,310
Other segment data for 2015						
Capital expenditure, including:	2,752	756	26	3,534	-	3,534
Property, plant and equipment	1,560	581	17	2,158	-	2,158
Intangible assets	1,192	175	9	1,376	-	1,376
Depreciation of property, plant and equipment	1,029	438	77	1,543	-	1,543
Amortisation of intangible assets	732	233	11	976	-	976
Impairment losses	-	-	-	-	-	-
Other	-	-		<del></del>	-	

The Group does not report financial information by geographical area as a vast majority of its revenue is generated in Poland. Foreign revenue earned in 2015 did not exceed 5% (PLN 4,451 thousand) of total revenue from core activities. The Group's property, plant and equipment as well as intangible assets are located in Poland.

		Continuing of	Dia androna I			
Jan 1 2014 - Dec 31 2014	Brokerage and related services	Investment fund and portfolio management	Consultancy services	Total	Discontinued operations	Total operations
Revenue						
Segment's total revenue, including:	46,627	44,881	15,545	107,053	-	107,053
- to clients for each of whom the value of transactions in the period exceeds 10% of revenue	-	-	-	-	-	-
Intersegment sales	-	-2,827	-44	-2,871	-	-2,871
Consolidation eliminations	-	-	-	-	-	-
Sales to external clients	46,627	42,054	15,501	104,182	-	104,182
Segment's costs						
Segment's costs – purchases from external suppliers	-42,274	-39,779	-13,979	-96,032	-	-96,032
Segment's costs – intersegment purchases	-	-	-	-	-	-
Consolidation eliminations	44	2,929	-	2,973	-	2,973
Segment's total costs	-42,230	-36,850	-13,979	-93,059	-	-93,059
Segment's profit/(loss) on core activities	4,397	5,204	1,522	11,123	-	11,123
Unallocated costs	-	-	-	-	-	-
Profit/(loss) from continuing operations before tax and finance	4.397	5,204	1,522	11,123	_	11,123
costs	,	0,201	,	,		,
Interest income	486	176	44	706	-	706
Interest expenses	-1,151	-35	-	-1,186	-	-1,186
Other net finance income/expenses	160	250	17	427	-	427
Other income/expenses	-230	-622	41	-811	-	-811
Consolidation eliminations	-3,085	-17	-	-3,102	-	-3,102
Profit/(loss) before tax and non-controlling interests	577	4,956	1,624	7,157	-	7,157
Income tax	499	1,028	328	1,855	-	1,855
Consolidation eliminations	-	9	-	9	-	9
Total corporate income tax	499	1,037	328	1,864	-	1,864
Net profit/(loss) for the financial year	78	3,919	1,296	5,293	-	5,293
Net profit for the year (excluding costs of incentive scheme)	185	3,919	1,296	5,400	-	5,400

Assets and liabilities as at Dec 31 2014						
Segment's assets	284,037	29,868	10,755	324,660	-	324,660
Segment's investments in equity-accounted subordinated entities	-	-	-	-	-	-
Other assets not attributed to segments	-	-	-	-	-	-
Total assets	284,037	29,868	10,755	324,660	-	324,660
Segment's liabilities	228,948	4,220	3,144	236,312	-	236,312
Accruals and deferred income	3,581	4,044	-	7,625	-	7,625
Segment's net profit/(loss)	78	3,919	1,296	5,293	-	5,293
Equity (net of profit/loss for current period)	54,275	15,761	1,563	71,599	-	71,599
Non-controlling interests	-	-	3,831	3,831	-	3,831
Total equity and liabilities	286,882	27,944	9,834	324,660	-	324,660
Other segment-related data for 2014						
Capital expenditure, including:	845	103	163	1,111	-	1,111
Property, plant and equipment	247	103	131	481	-	481
Intangible assets	598	-	32	630	-	630
Depreciation of property, plant and equipment	1,002	465	82	1,549	-	1,549
Amortisation of intangible assets	688	263	28	979	-	979
Impairment losses	-	-	-	-	-	-
Other	-	-	-	-	-	

The Group does not report financial information by geographical area as a vast majority of its revenue is generated in Poland. Foreign revenue earned in 2014 did not exceed 4% of total revenue (PLN 3,746 thousand). The Group's property, plant and equipment as well as intangible assets are located in Poland.

### 13. Notes to the consolidated statement of financial position – assets

### 13.1. Cash and cash equivalents

For the purposes of the consolidated statement of cash flows, cash and cash equivalents comprise the following items:

	Dec 31 2015	Dec 31 2014
Cash in hand	1	3
Cash at banks	28,423	20,895
Other cash (short-term deposits)	120,494	29,810
Cash equivalents	30	-
Total cash	148,949	50,708
Including cash in hand and cash at banks attributed to discontinued operations	-	-

	Dec 31 2015	Dec 31 2014
Cash in PLN	131,904	37,008
Cash in EUR	10,580	9,100
Cash in USD	4,362	2,658
Cash in HUF	789	360
Cash in TRY	286	854
Cash in RON	590	456
Cash in other currencies	438	272
Total cash	148,949	50,708

	Dec 31 2015	Dec 31 2014
Cash and other assets	44,644	33,133
Cash and other assets of clients deposited in cash accounts at the brokerage		
house and paid towards acquisition of securities in an IPO or on the primary market	104,305	17,575
Cash and other assets transferred from the settlement guarantee fund	-	-
Total cash	148,949	50,708

Free cash is deposited in bank accounts and invested in term and overnight deposits. Short-term deposits are placed for various periods, ranging from one day to several months, depending on the Group's cash requirement at a given time, and bear interest at variable or fixed interest rates, set by reference to the interest rate for overnight bank deposits. Short-term deposits are presented under 'Other cash'. Deposits maturing in more than three months are presented under 'Other cash equivalents'.

Clients' cash deposited in the Parent's bank account, in the amount of PLN 104,305 thousand as at December 31st 2015 and PLN 17,575 thousand as at December 31st 2014, is also disclosed under 'Other cash'.

### 13.2. Receivables

Cur	rent receivables	Dec 31 2015	Dec 31 2014
1.	From clients / trade receivables	73,138	132,595
a)	under deferred payment arrangements	-	-
b)	under past due receivables and disputed claims for which no impairment losses were recognised	-	-
c)	from clients under executed transactions	64,637	121,041
	- transactions on the Warsaw Stock Exchange	62,910	113,368
	- transactions on the Budapest Stock Exchange	602	1,239
	- executed on the Paris Stock Exchange	-	18
	- transactions on the Vienna Stock Exchange	795	-
	- executed on the Frankfurt Stock Exchange	220	6,407
	- executed on the Amsterdam Stock Exchange	-	9
	- transactions on the New York Stock Exchange	110	-
	- other	-	-
d)	other	8,501	11,554

2.	From related entities	18	162
3.	From banks conducting brokerage activities, other brokerage houses and commodity brokerage houses*	64,558	75,448
a)	under transactions	64,062	75,009
	- transactions on the Warsaw Stock Exchange*	56,568	74,537
	- transactions on the Budapest Stock Exchange	4,027	-
	- transactions on the New York Stock Exchange	-	372
	- transactions on the Prague Stock Exchange	3,467	-
	- executed on the Frankfurt Stock Exchange	-	100
	- OTC transactions	-	-
b)	other	496	439
4.	From entities operating regulated markets and commodity exchanges	-	-
5.	From the Central Securities Depository of Poland and exchange clearing houses	24,133	30,197
	- from the clearing guarantee fund	24,133	30,197
6.	From investment and pension fund companies and from investment and pension funds	3,634	4,099
7.	From issuers of securities or selling shareholders	2,332	141
8.	From commercial chamber	-	-
9.	Taxes, subsidies and social security receivable	119	34
10.	Under court proceedings, not covered by recognised impairment losses on receivables	-	-
11.	Other	10,502	7,095
Tota	al current receivables	178,434	249,771

<sup>\*</sup> In accordance with Art. 45h of the amended Act on Trading in Financial Instruments, the following balance sheet items: current receivables from banks conducting brokerage activities, other brokerage houses and commodity brokerage houses under executed transactions, where they relate to transactions executed on the WSE, include receivables from KDPW CCP (the agent clearing the transactions which has assumed the rights and obligations of the parties to the transactions).

Current receivables and liabilities are recognised predominantly in connection with the executed buy and sell transactions in securities, not yet settled at clearing houses. In the case of buy trades executed on stock exchanges on behalf of clients whose accounts are maintained by custodian banks, the Group recognises liabilities towards the parties to market transactions (banks conducting brokerage activities and brokerage houses, known as the anonymous party to a transaction) and receivables from the clients on behalf of whom such buy trades have been executed. In the case of sell trades executed on stock exchanges on behalf of clients whose accounts are maintained by custodian banks, the Group recognises receivables from the parties to market transactions and liabilities towards the clients on behalf of whom such sell trades have been executed.

Impairment losses reduce the carrying amount of the impaired receivables.

Gross current receivables by currency	Dec 31 2015	Dec 31 2014
a) in PLN	168,667	242,018
b) in other currencies (translated into PLN)	10,337	9,041
Total gross current receivables	179.004	251.059

### 13.2.1. Receivables by maturity

Current and non-current receivables by maturity as from the end of the reporting period	Dec 31 2015	Dec 31 2014	
a) up to 1 month	164,849	245,942	
b) over 1 month to 3 months	206	-	
c) over 3 months to 1 year	9,833	1,000	
d) over 1 year to 5 years	1,367	1,348	
e) over 5 years	-	-	
f) past due	4,116	5,117	
Total gross receivables	180,371	253,407	
g) impairment losses on receivables (negative value)	-570	-1,288	
Total net receivables	179,801	252,119	
Gross past due receivables by period of delay:	Dec 31 2015	Dec 31 2014	
a) up to 1 month	1.737	1.253	

Total net receivables	3,546	3,829
f) impairment losses on receivables (negative value)	- 570	- 1,288
Total gross receivables	4,116	5,117
e) over 5 years	-	-
d) over 1 year to 5 years	468	753
c) over 3 months to 1 year	1,020	1,657
b) over 1 month to 3 months	891	1,454

### 13.3. Current prepayments and accrued income

	Dec 31 2015	Dec 31 2014
a) prepayments, including:	1,147	1,303
cost of information service	57	37
cost of office space lease	185	296
input VAT to be settled in 2016/2015	21	44
membership fees	47	24
expenses to be re-invoiced	8	1
other	829	901
b) other prepayments and accrued income, including:	-	53
revenue to be invoiced in subsequent period	-	53
Total prepayments and accrued income	1,147	1,356

### 13.4. Financial instruments held for trading

	Dec 31 2015	Dec 31 2014
- equities	1,214	1,463
- derivative instruments	-	-
Total financial instruments held for trading	1,214	1,463

"Equities" comprise only shares listed on the Warsaw Stock Exchange. Financial instruments held for trading are measured at fair value by reference to their market value as at the reporting date. For the purpose of the measurement, the Group takes into account closing prices quoted by the Warsaw Stock Exchange on the last business day of the financial year. Changes in the value of financial instruments held for trading are recognised under income from or cost related to financial instruments held for trading, as appropriate. The value of financial instruments held for trading at cost was PLN 1,216 thousand as at December 31st 2015, compared with PLN 1,500 thousand as at December 31st 2014. Impairment losses on financial instruments held for trading as at the end of the reporting periods were, respectively, PLN (-)2 thousand and PLN (-)36 thousand. As at the reporting date, the Group held 22,826 shares with a total carrying amount of PLN 1,214 thousand; the shares were acquired and are traded in PLN. As at December 31st 2014, the Company held 41,585 shares with a total carrying amount of PLN 1,463 thousand.

### 13.5. Financial instruments available for sale

As at December 31st 2015, the value of financial instruments available for sale held by the Group amounted to PLN 11,764 thousand, compared with PLN 8,727 thousand as at December 31st 2014. As at December 31st 2015, the financial instruments available for sale included investment certificates and investment fund units of PLN 3,885 thousand (December 31st 2014: PLN 1,610 thousand), government bonds of PLN 7,867 thousand (December 31st 2014: PLN 7,105 thousand), and shares in non-consolidated subsidiaries in the amount of PLN 12 thousand (December 31st 2014: PLN 12 thousand).

Shares in non-consolidated subsidiaries are not traded on an active market. They are measured at cost less impairment losses. In 2014, an impairment loss of PLN 11 thousand was recognised on financial instruments available for sale, while in 2015 no impairment losses were recognised for this item.

## 13.6. Property, plant and equipment

As at December 31st 2015

MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT	Land	Buildings and structures	Plant and equipment	Vehicles	Other property, plant and equipment	Property, plant and equipment under construction	TOTAL
a) Gross value of property, plant and equipment at beginning of period	-	839	6,084	1,109	1,778	21	9,831
b) Increase, including:	-	41	2,095	434	53	1,636	4,259
- purchases and lease	-	-	600	434	47	1,636	2,717
- transfer from investments	-	41	1,495	-	6	-	1,542
c) decrease	-	-	268	115	3	1,613	1,999
- liquidation	-	-	268	115	3	-	386
- reclassification to another category	-	-	-	-	-	1,613	1,613
d) gross value of property, plant and equipment at end of period e) accumulated	-	880	7,911	1,428	1,828	44	12,091
depreciation at beginning of period	-	219	3,647	509	888	-	5,263
<ul><li>f) Depreciation for period, including:</li></ul>	-	125	710	216	224	-	1,275
- annual depreciation charge	-	125	912	281	225	-	1,543
- lease returns		-	46	-	-	-	46
- liquidation	-	-	248	65	1	-	314
g) accumulated depreciation at end of period	-	344	4,357	725	1,112	-	6,538
h) impairment losses at beginning of period	-	-	-	-	-	-	-
i) impairment losses at end of period	-	-	-	-	-	-	-
<ul> <li>j) Net value of property, plant and equipment at beginning of period</li> <li>k) Net value of property,</li> </ul>	-	620	2,437	600	890	21	4,568
plant and equipment at end of period	-	536	3,554	703	716	44	5,553

As at December 31st 2014

MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT	Land	Buildings and structures	Plant and equipment	Vehicles	Other property, plant and equipment	Property, plant and equipment under construction	TOTAL
a) Gross value of property, plant and equipment at beginning of period	-	839	5,775	1,096	1,822	85	9,617
b) Increase, including:	-	-	489	105	56	268	918
- purchase	-	-	175	105	38	268	586
- transfer from investments	-	-	314	-	18	-	332
c) decrease	-	-	180	92	100	332	704
- liquidation	-	-	180	92	100	-	372
- reclassification to another category	-	-	-	-	-	332	332
d) gross value of property, plant and equipment at end of period e) accumulated	-	839	6,084	1,109	1,778	21	9,831
depreciation at beginning of period	-	99	2,845	297	765	-	4,006
f) Depreciation for period, including:	-	120	802	212	123	-	1,257
- annual depreciation charge	-	120	976	232	221	-	1,549

- liquidation	-	-	174	20	98	-	292
g) accumulated depreciation at end of period	-	219	3,647	509	888	-	5,263
h) impairment losses at beginning of period	-	-	-	-	-		-
i) impairment losses at end of period	-	-	-	-	-	-	-
<ul><li>j) Net value of property, plant and equipment at beginning of period</li></ul>	-	740	2,930	799	1,057	85	5,611
k) Net value of property, plant and equipment at end of period	-	620	2,437	600	890	21	4,568

### 13.6.1. Impairment losses

In 2015, no impairment losses were recognised with respect to property, plant and equipment.

### 13.7. Intangible assets

As at December 31st 2015

MOVEMENTS IN INTANGIBLE ASSETS (BY CATEGORY)	Cost of completed development work	Goodwill	Acquired permits, patents, licences and similar assets	Computer software	CO <sub>2</sub> emission allowances	Other intangible assets/ prepayments	TOTAL
a) Gross value of intangible assets at beginning of period	440	-	157	7,807	-	45	8,449
b) Increase, including: - purchase / transfer from	-	-	<b>9</b> 9	<b>1,530</b> 1,411	-	-	<b>1,539</b> 1,420
- expansion of the Group - completed development work	-	-	-	-	-	-	-
- other (lease returns) c) decrease	-	-	-	119	-	45	119 <b>45</b>
d) Gross value of intangible assets at end of period	440	-	166	9,337	-	-	9,943
e) Accumulated amortisation at beginning of period	128	-	105	5,464	-	-	5,697
f) amortisation for period:	88	-	11	991			1,090
- annual amortisation charge	88	-	11	878			977
- lease returns	-	-	-	113	-	-	113
g) accumulated amortisation at end of period	216	-	116	6,455	-	-	6,787
h) impairment losses at beginning of period	-	-	-	-	-	-	-
i) impairment losses at end of period	-	-	-	-	-	-	-
j) Net value of intangible assets at beginning of period	312	-	52	2,343	-	45	2,752
k) Net value of intangible assets at end of period	224	-	50	2,882	-	-	3,156

As at December 31st 2014

MOVEMENTS IN INTANGIBLE ASSETS (BY CATEGORY)	Cost of completed development work	Goodwill	Acquired permits, patents, licences and similar assets	Computer software	CO <sup>2</sup> emission allowances	Other intangible assets/ prepayments	TOTAL
a) Gross value of intangible assets at beginning of period	440	-	124	7,210	-	45	7,819
b) Increase, including: - purchase / transfer from	-	-	<b>33</b> 33	<b>597</b> 597	-	-	<b>630</b> 630
- expansion of the Group - completed development work	-	-	-	-	-	-	-
- other	-	-	-	-	-	-	-
c) decrease	-	-	-	-	-	-	-
d) Gross value of intangible assets at end of period	440	-	157	7,807		45	8,449
e) Accumulated amortisation at beginning of period	40	-	77	4,601	-	-	4,718
f) amortisation for period:	88	-	28	863			979
- annual amortisation charge	88	-	28	863	-	-	979
g) accumulated amortisation at end of period	128	-	105	5,464		-	5,697
h) impairment losses at beginning of period	-	-	-	-	-	-	-
i) impairment losses at end of period	-	-	-	-	-		-
j) Net value of intangible assets at beginning of period	400	-	47	2,609	-	45	3,101
k) Net value of intangible assets at end of period	312	-	52	2,343	-	45	2,752

The cost of completed development work relates to a system implemented at the Group for keeping records of investors in the funds managed by IPOPEMA TFI.

### 13.7.1. Purchases and sales

In 2015, the Group purchased intangible assets of PLN 1,539 thousand (2014: PLN 630 thousand). In 2015 and 2014, the Group did not sell any intangible assets.

The Group recognised development work of PLN 224 thousand as intangible assets as at December 31st 2015 and PLN 312 thousand as at December 31st 2014.

### 13.7.2. Impairment losses

In 2015 and 2014, the Group did not identify any impairment of its assets.

### 13.7.3. Amortisation of intangible assets

Amortisation of intangible assets is recognised in cost of core activities under 'Amortisation'. Amortisation was PLN 1,090 thousand in 2015 (2014: PLN 979 thousand).

### 14. Notes to the consolidated statement of financial position – equity

### 14.1. Share capital

The financial data concerning the share capital are presented in the złoty.

As at December 31st 2015 and December 31st 2014, the registered share capital was PLN 2,993,783.60 and comprised 29,937,836 shares.

#### Share capital structure as at December 31st 2015 and December 31st 2014

Shareholder	Number of shares and voting rights	Amount of contributions	Value of shares subscribed for
	at GM		(PLN)
IPOPEMA PRE-IPO FIZAN 1	2,990,789	Shares fully paid up	299,079
JLC Lewandowski S.K.A. <sup>2</sup>	2,990,789	Shares fully paid up	299,079
OFE PZU Złota Jesień*	2,950,000	Shares fully paid up	295,000
IPOPEMA 10 FIZAN <sup>3</sup>	2,851,420	Shares fully paid up	285,142
Katarzyna Lewandowska	2,136,749	Shares fully paid up	213,675
Quercus Parasolowy SFIO*	1,754,164	Shares fully paid up	175,416
Total shareholders holding over 5% of the share capital	15,673,911		1,567,391

<sup>\*</sup> Based on notifications received by the Company from the shareholders.

In 2015 and 2014, there were no changes in the Parent's share capital. As at December 31st 2015 and December 31st 2014, the share capital was PLN 2,994 thousand and comprised:

- 7,000,000 Series A ordinary bearer shares,
- 21,571,410 Series B ordinary bearer shares, and
- 1,366,426 Series C ordinary bearer shares.

#### Share par value

The par value of all issued shares is PLN 0.10 per share. All issued shares have been paid up in full.

### Shareholder rights

Each share of each series (A, B and C) confers the right to one vote. The shares of all series are ordinary shares, with no preference attached to them and with no restrictions on their disposal.

### 14.2. Other components of equity

### Statutory reserve funds

Statutory reserve funds comprise share premium. The share premium reduced by the issue costs was PLN 10,351 thousand as at December 31st 2015 and December 31st 2014.

### Revaluation capital reserve from revaluation of financial assets available for sale

Revaluation capital reserve is created from fair value measurement of financial assets available for sale. In the event of sale or impairment of a financial asset measured at fair value, the effectively realised part of revaluation capital reserve related to this asset is reclassified to profit or loss.

	As at	
	Dec 31 2015	Dec 31 2014
Revaluation capital reserve from revaluation of financial assets available for sale at beginning of period	53	92
Amount recognised in equity in the reporting period	70	- 48
Amount reclassified to profit or loss in the reporting period	-	-
Deferred income tax	- 13	9
Accumulated profit/(loss) on financial assets available for sale at end of reporting period	110	53

The main investors in the fund are Jacek Lewandowski, President of the Company's Management Board, and Katarzyna Lewandowska, his wife

<sup>&</sup>lt;sup>2</sup> Subsidiary of Jacek Lewandowski, President of the Company's Management Board.

<sup>&</sup>lt;sup>3</sup> The only investor in the Fund is Stanisław Waczkowski, Vice-President of the Company's Management Board.

#### Other capital reserves

Other capital reserves have been created in connection with the Incentive Scheme and a change in the value of shares held in a subsidiary. As at December 31st 2015, other capital reserves amounted to PLN 3,214 thousand (December 31st 2014: PLN 3,166 thousand).

#### Retained earnings and capital restrictions

The Commercial Companies Code requires that retained earnings of joint-stock companies should be allocated to statutory reserve funds until their amount reaches 1/3 of the share capital; the statutory reserve funds should be used exclusively to cover potential financial losses. In the case of the IPOPEMA Group, this regulation applies to IPOPEMA Securities and IPOPEMA TFI. The Company is required to allocate at least 8% of its current profit for this purpose until the required equivalent of 1/3 of the share capital has been accumulated. As at December 31st 2015 and December 31st 2014, this component of equity totalled PLN 998 thousand.

Retained earnings	Dec 31 2015	Dec 31 2014
Retained earnings/deficit	35,514	30,891
Net profit/loss for period	3,903	4,623
Aggregate capital adjustments resulting from transition to IAS/IFRS	24,814	24,814
Total retained earnings	64,231	60,328

#### Dividend

Dividend for a given year which has been approved by the General Meeting and not paid as at the end of the reporting period is disclosed as liabilities under dividend under 'Other liabilities'. As at the end of the reporting period there were no unpaid dividends.

## 14.3. Non-controlling interests

As at December 31st 2015, non-controlling interests (held by the shareholders of IPOPEMA Business Consulting) amounted to PLN 3,508 thousand (December 31st 2014: PLN 3,831 thousand).

### 14.4. Capital adequacy requirements

The Parent IPOPEMA Securities is the institution referred to in Art. 95 of Regulation No. 575/2013 of the European Parliament and of the EU Council of June 26th 2013 on prudential requirements for investment institutions and firms, amending Regulation (EU) No. 648/2012 (OJ L of June 27th 2013, as amended) ("CRR"), and as such it is subject in the reporting period to the capital adequacy requirements set forth in the CRR.

IPOPEMA Securities S.A. meets the conditions to be recognised as an EU parent institution and, therefore, in addition to the capital adequacy requirements on a separate basis, the Group is also obliged to meet the capital adequacy requirements on a consolidated basis.

#### Failure to meet capital adequacy requirements

In the period covered by these consolidated financial statements, the Company did not record any instances of non-compliance with the capital adequacy requirements on a consolidated basis. Key data is presented in the tables below.

Mana	Dec 24 2045		Average quarterly data			
Item	Dec 31 2015	Q1 2015	Q2 2015	Q3 2015	Q4 2015	
Own funds - (PLN '000)	73,669	68,832	74,301	74,494	73,669	
Tier 1 Capital	73,669	68,632	74,301	74,494	73,669	
Common Equity Tier 1	73,669	68,632	74,301	74,494	73,669	
Additional Tier 1 Capital	-	-	-	-	-	
Tier 2 Capital	-	-	-	-	-	
Total risk exposure (PLN '000)	332,514	289,984	282,023	273,529	332,514	

Risk-weighted exposure amounts for credit risk, counterparty credit risk, dilution risk and free deliveries	144,988	109,550	94,480	82,071	144,988
Total exposure to settlement/delivery risk	-	-	-	-	-
Total exposure to position risk, currency risk and commodity price risk	22,025	14,932	22,041	25,956	22,025
Total exposure to operational risk	165,502	165,502	165,502	165,502	165,502
Additional exposure to risk related to fixed indirect costs	-	-	-	-	-
Total exposure to risk related to credit valuation adjustment	-	-	-	-	-
Total exposure to risk related to large exposures in the trading book	-	-	-	-	-
Other exposures to risk	-	-	-	-	-
Tier 1 common equity ratio	22.16	23.74	26.35	27.23	22.16
Tier 1 capital surplus(+)/shortfall(-) (PLN '000)	58,706	55,783	61,610	62,186	58,706
Tier 1 capital ratio	22.16	23.74	26.35	27.23	22.16
Tier 1 capital surplus(+)/shortfall(-) (PLN '000)	53,718	51,433	57,380	58,083	53,718
Total capital adequacy ratio	22.16	23.74	26.35	27.23	22.16
Total capital surplus(+)/shortfall(-) (PLN '000)	47,068	45,634	51,740	52,612	47,068

ltem	Dec 31 2015
Initial capital (PLN '000)	3,097
Deviation of own funds from initial capital	70,602

# 15. Notes to the consolidated statement of financial position – liabilities and accruals and deferred income

## 15.1. Accruals and deferred income

### 15.1.1. Increase/(decrease) in accruals and deferred income

	2015	2014
As at beginning of reporting period	7,625	9,159
Recognised during the financial year	17,456	17,162
Used	15,309	18,473
Reversed	58	223
As at end of reporting period	9,714	7,625

### 15.1.2. Accruals and deferred income at end of the reporting period

	Dec 31 2015	Dec 31 2014
Employee benefits*	8,022	5,525
Other	1,692	2,100
Total	9,714	7,625

<sup>\*</sup> As provided for in IAS 19, employee benefits include wages, salaries, social security contributions, paid annual leave, paid sick leave, profit-sharing and bonuses, as well as post-employment benefits including pensions, other retirement benefits, termination benefits and non-cash benefits for current employees.

The Group estimates the liabilities according to its best knowledge at the time of preparing the consolidated financial statements. The amounts and time of realisation of accruals and deferred income are subject to uncertainty. The liability relating to bonuses will be realised within 12 months from the end of the reporting period. The liabilities relating to paid annual leaves are computed as at the end of the reporting period, but the timing of cash outflow under the liabilities is difficult to predict. The liability is realised upon termination of employment

relationship with an employee. Other accruals are current liabilities, i.e. the cash outflow is expected to occur within several months from the end of the reporting period.

## 15.2. Provisions for litigations, fines and damages

None of the Group companies was party to any litigation or court proceedings in 2015 or 2014.

## 15.3. Liabilities (current)

Current liabilities	Dec 31 2015	Dec 31 2014
To clients	168,415	88,991
To related entities	-	-
To banks conducting brokerage activities, other brokerage houses and commodity brokerage houses	68,947	129,333
a) under executed transactions*	68,941	129,333
b) other	6	-
To entities operating regulated securities markets and commodity exchanges	563	672
To the Central Securities Depository of Poland and exchange clearing houses	844	198
Borrowings	15,138	12,206
a) from related entities	-	-
b) other	15,138	12,206
Debt securities	6	6
Liabilities under promissory notes	-	-
Taxes, customs duties and social security payable	818	1,261
Salaries and wages	-	3
To investment and pension fund companies and to investment and pension funds	1,969	1,908
Under framework securities lending and short sale agreements	-	-
Other	1,762	1,025
a) dividends payable	-	-
b) other	1,762	1,025
- other liabilities	1,762	1,025
- financial liabilities at amortised cost.	-	-
Total current liabilities	258,462	235,603

<sup>\*</sup> In accordance with Art. 45h of the amended Act on Trading in Financial Instruments, the following balance sheet items: current liabilities to banks conducting brokerage activities, other brokerage houses and commodity brokerage houses under executed transactions, where they relate to transactions executed on the WSE, include receivables from and liabilities to KDPW CCP (the agent clearing the transactions which has assumed the rights and obligations of the parties to the transactions).

Terms and conditions of related-party transactions are presented in Note 25.1.

With the exception of the borrowings specified in Note 15.3.2, the liabilities do not bear interest.

The amount resulting from the difference between VAT payable and VAT receivable is paid to the relevant tax authorities on a monthly basis.

	Dec 31 2015	Dec 31 2014
Liabilities under executed stock-exchange transactions:	68,941	129,333
- transactions on the Warsaw Stock Exchange	67,216	121,673
- transactions on the Budapest Stock Exchange	602	1,238
- transactions on the Paris Stock Exchange	-	18
- transactions on the Vienna Stock Exchange	795	-
- transactions on the Frankfurt Stock Exchange	219	6,395
- transactions on the Amsterdam Stock Exchange	-	9
- transactions on the New York Stock Exchange	109	-
Liabilities under transactions executed on over-the-counter market	6	-
Liabilities to banks conducting brokerage activities, other brokerage houses and commodity brokerage houses	68,947	129,333

Gross current liabilities (by currency)	Dec 31 2015	Dec 31 2014
a) in PLN	247,027	226,199
b) in other currencies (translated into PLN)	11,435	9,404
Total current liabilities	258,462	235,603

#### 15.3.1. Maturity structure of liabilities

Maturity of current and non-current liabilities as from the end of the reporting period	Dec 31 2015	Dec 31 2014
a) up to 1 month	257,145	235,155
b) over 1 month to 3 months	763	147
c) over 3 months to 1 year	234	173
d) over 1 year to 5 years	593	444
e) over 5 years	-	-
f) past due	320	128
Total liabilities	259,055	236,047

The above analysis is based on discounted values, as the difference between the discounted and non-discounted values was immaterial and related mainly to liabilities under leases and bank borrowings. Liabilities under bank borrowings comprise an overdraft facility (as described below) and their amount varies from period to period.

#### 15.3.2. Interest-bearing borrowings

Maturity of current and non-current liabilities as from the end of the reporting period	Dec 31 2015	Dec 31 2014
a) credit facility	15,138	12,206
- outstanding amount	15,138	12,206
Current liabilities under borrowings	15,138	12,206

As at December 31st 2015, the Company's liabilities under borrowings related to its brokerage business amounted to PLN 15,138 thousand (December 31st 2014: PLN 12,206 thousand). The liabilities arise from two overdraft facility agreements executed with Alior Bank S.A. on July 22nd 2009. The facilities are used to finance payment of liabilities to the Central Securities Depository of Poland in connection with the brokerage activities and are renewed on an annual basis – their current term expires on September 15th 2016:

- 1. Revolving credit facility of up to PLN 10m. The purpose of the facility is to finance payment of the Company's liabilities to the Central Securities Depository of Poland in respect of the settlement of transactions concluded by the Company on the regulated market as part of its brokerage business. The facility is secured with a blank promissory note with a promissory note declaration, a power of attorney over accounts held with the bank, and a PLN 4m security deposit placed in a term deposit account as joint collateral securing also the credit facility specified in item 2.
- 2. Revolving credit facility of up to PLN 30m. The purpose of the facility is to finance the payment of the Company's liabilities resulting from its membership in the Stock-Exchange Transactions Settlement Guarantee Fund operated by the Central Securities Depository of Poland. The facility is secured with a blank promissory note with a promissory note declaration and a power of attorney over accounts held with the bank. As stated in item 1 above, both credit facilities are jointly secured by a PLN 4m security deposit.

Interest on borrowings pertains only to short-term facilities. Interest due on borrowings for December 2014, totalling PLN 51 thousand, was not realised in 2014 and was paid in 2015. As at December 31st 2013, unrealised interest on borrowings amounted to PLN 102 thousand and was paid in 2014.

#### 15.4. Bonds

In 2015, the Company issued registered bonds with a total nominal value of PLN 7.6 thousand (2014: PLN 6.4 thousand), with various series maturing in 2015–2018. The total amount of liabilities payable by the Company on redemption of the bonds will not exceed the bonds' par value and is not significant to the Company. The bond issues are related to the Variable Component Remuneration Policy implemented at the Company pursuant to the Minister of Finance's Resolution on the rules for establishment of a variable component remuneration policy for persons holding management positions at brokerage houses, dated December 2nd 2011. For more details, see the updated version of the document entitled 'Disclosure of information on IPOPEMA Securities S.A.'s capital adequacy', available on the Company's website. In 2015, the Company redeemed PLN 5.6 thousand worth of bonds (2014: PLN 4.4 thousand).

## 16. Notes to the consolidated statement of comprehensive income

## 16.1. Revenue from core activities

Revenue from core activities	2015	2014
Revenue from trading in securities	28,715	34,861
Revenue from investment banking services	18,565	11,735
Revenue from management of investment funds and clients' assets	38,525	42,054
Revenue from consultancy services	12,065	15,501
Other revenue from core activities	145	31
Total revenue from core activities	98,015	104,182

## 16.2. Operating expenses

Cost of core activities	2015	2014
Affiliation costs	-	-
Fees payable to regulated markets, commodity exchanges, the Central Securities Depository of Poland and exchange clearing houses	8,776	10,481
Salaries and wages	39,486	39,790
Social security	2,560	2,347
Employee benefits	513	509
Raw material and consumables used	781	702
Costs of maintenance and lease of buildings	4,046	3,893
Depreciation and amortisation expenses	2,520	2,529
Taxes and other public charges	1,865	2,068
Other costs, including:	30,213	30,740
- fund management and distribution costs	14,148	15,094
- transaction costs other than cost of clearance through clearing houses or stock exchanges	3,764	1,729
- ICT and information services	3,572	3,287
- marketing, representation and advertising	1,922	1,671
- software purchases (for recharge)	739	1,975
- other services	6,068	6,984
Total cost of core activities	90,760	93,059

### 16.2.1. Employee benefits expense

Employee benefits expense (itemised)	2015	2014
Salaries and wages	39,438	39,683
Social security and other benefits	2,560	2,347
Costs of future benefits related to retirement severance payments, length- of-service awards and other similar employee benefits	-	-
Costs of share-based payment plan	48	107
Other employee benefits expense	513	509
Total employee benefits expense	42,559	42,646

### 16.3. Finance income and costs

In 2015 and 2014, the capitalisation rate was 0%. The Group did not capitalise borrowing costs.

Finance income	2015	2014
1.Interest on loans advanced	28	76
2.Interest on deposits	615	626
a) from related entities	-	-
b) other	615	626
3.Other interest	-	4
4.Foreign exchange gains	251	502
a) realised	233	213
b) unrealised	18	289
5.Other	487	817
Total finance income	1,381	2,025

Finance costs	2015	2014
1.Interest on borrowings, including:	1,008	977
a) to related entities	-	-
b) other	1,008	977
2.Other interest	151	209
3. Foreign exchange losses	134	55
a) realised	59	55
b) unrealised	75	-
4.Other	1,371	2,701
Total finance costs	2,664	3,942

In 2015 and 2014, the capitalisation rate was 0%. The Group did not capitalise borrowing costs.

## 16.4. Gain (loss) on financial instruments held for trading

In 2015, loss on financial instruments held for trading amounted to PLN -584 thousand ( 2014: PLN -1,429 thousand). The result includes dividend income of PLN 89 thousand in 2015 (2014: PLN 227 thousand).

## 16.5. Operating income and expenses

Other income	2015	2014
a) gain on disposal of property, plant and equipment and intangible assets	-	1
b) reversed accruals and deferred income	58	200
c) reversed impairment losses on receivables	380	198
d) income from re-invoicing	767	463
e) other	211	343
Total other income	1,416	1,205

Other expenses	2015	2014
a) loss on disposal of property, plant and equipment and intangible assets	2	5
b) impairment losses on property, plant and equipment and intangible assets	-	-
c) recognition of accruals and deferred income	55	126
c) impairment losses on receivables	466	1,192
d) other, including:	967	796
- membership fees	40	40
- re-charged costs	766	462
- other	161	294
Total other expenses	1,490	2,119

## 17. Employee benefits

## 17.1. Employee share option plans

On March 23rd 2009, by virtue of a resolution, the Company's Management Board adopted the Rules of the Incentive Scheme (as amended), which were also subsequently approved by the Company's Supervisory Board. The Rules were adopted as a result of a resolution passed by the Extraordinary General Meeting on December 5th 2007 (and amended by a resolution of March 20th 2009) concerning implementation of an incentive scheme for the key employees of the Company and its subsidiary, IPOPEMA TFI, as well as other persons of key importance to the execution of the IPOPEMA Securities Group's strategy. The scheme is based on Series C shares in the Company, which can be issued within the limit of conditional share capital, in a maximum number of 4,857,140 shares, on or before November 30th 2017. The scheme is equity-settled.

No eligible persons subscribed for any shares under the Company's incentive scheme in 2015 or in the comparative period.

In addition to the completed Share Option Plan I and Share Option Plan II, the Company has also granted conditional rights to subscribe for 297,522 shares by November 30th 2017. The shares are from the remainder of the Series C shares pool covered by the conditional share capital, amounting to 2,976,188 ('Share Option Plan III'). The issue price of those shares is PLN 6.01, as determined in accordance with the terms and conditions of the Incentive Scheme for Share Option Plan III as the average of Company stock prices on the WSE over a specified period. As at the date of these consolidated financial statements, the list of persons eligible to subscribe for the remainder of the Series C shares under Share Option Plan III had not been determined, neither had any decisions been made as to whether such shares would be offered.

In total, on a consolidated basis, the cost of the option plans increased the cost of salaries and wages in 2015 by PLN 48 thousand. The amount was charged to the *Brokerage and Related Services* segment. In 2014, the cost of these plans increased the cost of salaries and wages by PLN 107 thousand.

Share Option Plan I-II was measured using the Black-Scholes model, adjusted by continuous yield dividend and the dilution effect (decrease in the value of individual shares as a result of issuing new shares at a price below market). Share Option Plan III was measured using the binomial tree model.

### 18. Dividends paid and proposed

On June 19th 2015, the General Meeting of IPOPEMA Asset Management S.A. resolved to pay dividend of PLN 1m, i.e. approximately PLN 17.85 per share. The dividend was paid out to the Company in full.

On June 30th 2015, the General Meeting of IPOPEMA Business Consulting Sp. z o.o. resolved to pay dividend for 2014 of PLN 800 thousand, i.e. approximately PLN 400 per share. The full amount of the dividend was paid out.

On June 17th 2014, the General Meeting resolved to distribute dividend of PLN 9m. The 2013 profit of PLN 5,619 thousand and PLN 3,381 thousand of retained earnings were allocated to dividend payment. The dividend per share was PLN 0.30. The dividend record date was set for June 25th 2014, and the dividend payment date – for July 9th 2014. On the dividend payment date, a total of PLN 8,981 thousand was paid out to the shareholders. The distribution amount was PLN 19 thousand lower than the PLN 9m approved by the General Meeting as a result of rounding off the dividend per share. Pursuant to the General Meeting's resolution, the difference was contributed to the Company's retained earnings.

On May 13th 2014, the General Meeting of IPOPEMA Asset Management S.A. resolved to pay dividend of PLN 2m, i.e. PLN 35.71 per share. As at the date of these consolidated financial statements, the full amount of the dividend was paid out to the Company.

On May 19th 2014, the General Meeting of IPOPEMA Business Consulting Sp. z o.o. resolved to pay dividend for 2013 in the amount of PLN 2m, i.e. approximately PLN 999.50 per share. The full amount of the dividend was paid out.

As at the date of these consolidated financial statements, no final decision had been made by the Parent's Management Board concerning the recommended distribution of the 2015 profit. Any relevant decisions will be taken at a later date, however not later than by the date of convening of the Annual General Meeting, which pursuant to the Commercial Companies Code must be held within six months from the end of a given financial year.

#### 19. Income tax

The key components of income tax expense as disclosed in the consolidated statement of comprehensive income are as follows:

	For the year ended Dec 31 2015	For the year ended Dec 31 2014
Profit before tax	5,458	7,157
Tax calculated at 19% rate	1,037	1,360
Taxable income/deductible expenses for which no deferred tax assets were recognised – total consolidation adjustments	1,583	3,120
Tax losses for which no deferred tax assets were recognised – other	-	-
Tax loss carry forwards for which no deferred tax assets were recognised	-	-
Use of unrecognised tax losses	-	-
Non-deductible expenses	2,623	3,233
Deductible/taxable temporary differences for which no deferred tax assets/liabilities were recognised	-11	-53
Non-taxable income	-1,876	-3,646
Tax base for current and deferred income tax	7,777	9,811
Reductions, exemptions	-	-
Income tax expense	1,478	1,864

#### Tax settlements

Tax settlements and other regulated areas of activity are subject to inspection by administrative authorities, which are authorised to impose significant fines and other sanctions. As there is no possibility of referring to an established regulatory framework in Poland, the applicable regulations often lack clarity and consistency. Frequent discrepancies in opinions concerning the legal construction of tax regulations, both between different governmental agencies, and between governmental agencies and enterprises, create areas of uncertainty and conflict. Consequently, tax risk in Poland is substantially higher than in countries with more mature tax systems.

Tax settlements are subject to inspection for five years from the end of the year in which the respective tax was paid. Such inspections may result in additional tax liabilities being imposed on the Group companies.

## 19.1. Deferred income tax

Temporary differences related to deferred tax assets as at December 31st 2015 and December 31st 2014 were recognised with respect to the following items:

Deferred tax assets	Dec 31 2015	Dec 31 2014
Financial instruments available for sale and held for trading	175	142
Property, plant and equipment	13	11
Current receivables	72	156
Accruals and deferrals	1,849	1,470
Tax loss brought forward	49	104
Other	8	25
Total deferred tax asset	2,166	1,908

Deferred tax liabilities	Dec 31 2015	Dec 31 2014
Financial instruments available for sale	210	162
Property, plant and equipment	310	249
Current receivables	167	38
Accruals and deferrals	-	-
Other	-	44
Total deferred tax liabilities	687	493
Net deferred tax assets	1,479	1,415

Temporary differences related to deferred tax liabilities as at December 31st 2015 and December 31st 2014 were recognised with respect to the following items:

Deferred tax assets	Dec 31 2015	Dec 31 2014
Financial instruments available for sale and held for trading	-	-
Property, plant and equipment	-	-
Current receivables	-	-
Accruals and deferrals	-	-
Tax loss brought forward	-	-
Other	21	6
Total deferred tax asset	21	6

Deferred tax liabilities	Dec 31 2015	Dec 31 2014	
Financial instruments available for sale	-	-	
Property, plant and equipment	-	-	
Current receivables	151	100	
Accruals and deferrals	-	-	
Other	3	6	
Total deferred tax liabilities	154	106	
Net deferred tax liabilities	133	100	

### 20. Additional information of financial instruments

### 20.1. Fair value of instruments not measured at fair value

As at December 31st 2015 and December 31st 2014, the carrying amounts of financial assets and financial liabilities approximated their fair values.

As at Dec 31 2015

Instrument category and item of the consolidated statement of financial position	carrying amount	fair value
Loans and receivables	328,751	328,751
- cash and cash equivalents	148,949	148,949
- current and non-current receivables	179,802	179,802
Financial liabilities at amortised cost:	257,644	257,644
- current liabilities (credit facility)	15,138	15,138
- current liabilities (other than credit facility)	242,506	242,506

#### As at Dec 31 2014

Instrument category and item of the consolidated statement of financial position	carrying amount	fair value
Loans and receivables	303,191	303,191
- cash and cash equivalents	50,708	50,708
- current and non-current receivables	252,483	252,483
Financial liabilities at amortised cost:	234,342	234,342
- current liabilities (credit facility)	12,206	12,206
- current liabilities (other than credit facility)	222,136	222,136

Cash bears interest at fixed and variable interest rates. In 2015 and 2014, the Group did not recognise any impairment losses on loans. Impairment losses on receivables are described in Note 13.2.1. Income from interest on loans and receivables amounted to PLN 643 thousand in 2015 (of which PLN 40 thousand was interest accrued but not received) (2014: PLN 706 thousand, of which PLN 29 thousand was interest accrued but not received). Impairment losses pertain only to instruments that are recognised under loans and receivables.

In 2015, expenses related to interest on a credit facility amounted to PLN 1,008 thousand (2014: PLN 977 thousand). Interest on borrowings pertains only to short-term facilities. In 2015, realised interest expenses related to bank borrowings amounted to PLN 1,008 thousand (2014: PLN 926 thousand), with no unrealised interest reported as at December 31st 2015 (2014: PLN 51 thousand).

# 20.2. Financial assets and liabilities recognised in the consolidated statement of financial position

The table below sets forth financial instruments measured at fair value classified in a three-level hierarchy:

Level 1 – where fair value is measured based on quoted (unadjusted) prices for identical assets or liabilities in active markets,

Level 2 – where fair value is measured based on market inputs other than quoted market prices (e.g. estimated by direct or indirect reference to similar instruments in the market),

Level 3 – where fair value is measured using different valuation techniques which are not based on observable market inputs.



### As at Dec 31 2015

	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through				
profit or loss				
Derivative instruments	-	-	-	-
Financial assets held for trading other than derivative instruments	1,214	-	-	1,214
Total financial assets measured at fair value through profit or loss	1,214	-	-	1,214
Financial liabilities measured at fair value through profit or loss	-	-	-	-
Derivative instruments	-	-	-	-
Total financial liabilities measured at fair value through profit or loss	-	-	-	-
Financial assets available for sale measured through equity				
Investment certificates and investment fund units	-	3,885*	-	3,885
Debt instruments	7,867	-	-	7,867
Total financial assets available for sale measured through equity	7,867	3,885*	-	11,752

<sup>\*</sup> The amount does not include the value of shares in IBS Kft, IBS Srl, and IPOPEMA Outsourcing Sp. z o.o., as they are measured at cost (according to IAS 39).

### As at Dec 31 2014

	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value through				
profit or loss				
Derivative instruments	-	-	-	-
Financial assets held for trading other than derivative instruments	1,463	-	-	1,463
Total financial assets measured at fair value through profit or loss	1,463	-	-	1,463
Financial liabilities measured at fair value through profit or loss	-	-	-	-
Derivative instruments	-	-	-	-
Total financial liabilities measured at fair value through profit or loss	-	-	-	-
Financial assets available for sale measured				
through equity Investment certificates and investment fund units		1 610*		1 610
	7 105	1,610*	-	1,610
Debt instruments	7,105	-	-	7,105
Total financial assets available for sale measured through equity	7,105	1,610*	-	8,715

<sup>\*</sup> The amount does not include the value of shares in IBS Kft and IPOPEMA Outsourcing Sp. z o.o. as they are measured at cost (according to IAS 39).

In the current period there were no transfers between Level 1 and Level 2.

## 21. Exclusions of companies from consolidation

In line with IAS 8.8, which permits departures from the IFRS when the effect of the departure is immaterial, IPOPEMA Business Services Kft., IPOPEMA Business Services Srl, and IPOPEMA Outsourcing Sp. z o.o. were not consolidated in these consolidated financial statements.

	IPOPEMA Outsourcing Sp. z o.o.	IPOPEMA Business Services Srl.	IPOPEMA Business Services Kft.
Total assets as at Dec 31 2015	1	60	96
% share in Parent's total assets	-	0.02	0.03
Revenue for period Jan 1-Dec 31 2015	-	509	187
% share in Parent's revenue	-	1.07	0.39
Net assets as at Dec 31 2015	1	24	62
Net profit/(loss) for period Jan 1-Dec 31 2015	-	- 8	17

	IPOPEMA Outsourcing Sp. z o.o.	IPOPEMA Business Services Srl.	IPOPEMA Business Services Kft.
Total assets as at Dec 31 2014	1	50	220
% share in Parent's total assets	-	-	0.08
Revenue for period Jan 1 – Dec 31 2014	-	127	877
% share in Parent's revenue	-	0.27	1.88
Net assets as at Dec 31 2014	1	50	53
Net profit/(loss) for period Jan 1 – Dec 31 2014	-	32	41

## 22. Contingent liabilities and contingent assets

No contingent liabilities or contingent assets were carried by the Group as at December 31st 2015 or December 31st 2014.

In 2016 the Company will incur a cost of up to CZK 174 thousand (PLN 27 thousand) (December 31st 2014: CZK 1,650 thousand or PLN 254 thousand) under an agreement with the bank clearing transactions in the Czech Republic if the minimum amount of transaction costs specified in the agreement is not reached, which is a condition for incurring that cost.

#### 23. Guarantees

In January 2012, Nordea Bank Polska S.A. (currently PKO Bank Polski S.A.) issued to the Company a guarantee of up to EUR 268 thousand, secured with a security deposit of PLN 1,367 thousand. Under an annex executed in 2015, the guarantee amount was increased to EUR 277 thousand. The guarantee, provided until April 15th 2018, secures liabilities under lease of new office space.

In April 2012, mBank S.A. (formerly BRE Bank S.A.) issued a guarantee in respect of the Company's liabilities for the benefit of the Hungarian Branch of Deutsche Bank AG, which is IPOPEMA Securities S.A.'s clearing bank for transactions executed on the Budapest Stock Exchange. The guarantee was issued for EUR 2.5m (the guarantee amount was changed on April 2nd 2015 to EUR 1.5m) and secures the Company's timely payment of liabilities towards Deutsche Bank arising in connection with the services provided by the Bank, consisting in settlement and clearing of BSE transactions. Under amendments made to the guarantee agreement in 2015, the guarantee was extended until April 1st 2016. In particular cases specified in the agreement, the guarantee expires on July 1st 2016. The guarantee is secured with a PLN 3.5m cash deposit.

## 24. Business combinations and acquisitions of non-controlling interests

### 24.1. Business combinations and acquisition of subsidiaries

On November 30th 2015, IPOPEMA Asset Management S.A. ("IPOPEMA AM") was merged with IPOPEMA Towarzystwo Funduszy Inwestycyjnych S.A. pursuant to Art. 492.1.1 of the Commercial Companies Code (merger by acquisition), with IPOPEMA TFI as the acquirer and IPOPEMA AM as the acquiree. Accordingly, under Art. 494 of the Commercial Companies Code, as of November 30th 2015 IPOPEMA TFI as the acquirer assumed all rights and obligations of IPOPEMA AM as the acquiree. As of the merger date, investment fund portfolios and client portfolios have been managed by IPOPEMA Towarzystwo Funduszy Inwestycyjnych S.A.

In 2014, Group companies did not acquire any subsidiaries.

### 24.2. Disposal of subsidiaries

In the period covered by these consolidated financial statements and the preceding periods, the Group did not dispose of any businesses.

## 25. Related-party transactions

Related-party transactions – income and expenses

Related party	Revenue	Purchases	Revenue	Purchases	
Related party	Jan 1–De	c 31 2015	Jan 1–Dec 31 2014		
IPOPEMA Business Services Kft.	-	197	139	732	
IPOPEMA Business Services Srl	-	507	79	128	
Members of the Management and Supervisory Boards	35	23	101	10	
Total	35	727	319	870	

Related-party transactions – receivables and liabilities

Balata di manto	Receiv	ables	Liabilities	
Related party	Dec 31 2015	Dec 31 2014	Dec 31 2015	Dec 31 2014
IPOPEMA Business Services Kft.	-	82	-	-
IPOPEMA Business Services Srl	-	80	-	-
Members of the Management and Supervisory Boards	18	11	-	-
Total	18	173	-	-

Under IAS 24, related parties include also members of the Management Board and the Supervisory Board and persons related to them. For information on the remuneration of the above persons, see Note 25.5. For information on the Incentive Scheme for the above persons, see Note 17.1

Related-party transactions and outstanding balances of the Group's receivables and liabilities are excluded during preparation of the Group's consolidated financial statements.

### 25.1. Terms of related-party transactions

Transactions with related parties are executed on arms' length terms.

### 25.2. Loan advanced to members of the Management Board

The Group did not advance any loans to members of the Management Board.

# 25.3. Transactions involving members of the Management and Supervisory Boards

Members of the Management and Supervisory Boards executed (directly or through their subsidiaries) transactions in securities on the regulated market and outside the stock-exchange market, with Group companies acting as intermediaries, and they also used fund management services. The Group's revenue from transactions with those persons totalled PLN 3 thousand in 2015 and PLN 60 thousand in 2014.

The Company subleases office space to a company linked to a member of its Supervisory Board. The total value of turnover under the sublease was PLN 32 thousand in 2015 and PLN 41 thousand in 2014.

The Group also used legal advisory services of the law firm of Jacek Jonak, Chairman of the Supervisory Board. The value of the transactions in 2015 was PLN 23 thousand, against PLN 10 thousand in 2014.

#### 25.4. Transactions with subsidiaries

#### Transactions with IPOPEMA Business Services Kft.

In connection with the operations in Hungary, conducted together with local partners acting as investment firm agents, in 2010 the Company entered into the following agreements with IPOPEMA Business Services Kft. ('IBS'): (i) Services Agreement, whereby IBS provides the Company and its Hungarian partners with office and equipment support services, and (ii) Equipment Lease Agreement, whereby IBS leases computer hardware and software from the Company, in order to properly support the Company's partners operating on the Hungarian market within the scope of their activities performed for the Company. In 2015, expenses related to those agreements amounted to PLN 197 thousand compared with PLN 863 thousand of expenses and PLN 139 thousand of lease income reported in 2014.

#### Transactions with IPOPEMA Business Services Srl

In connection with the launch of operations in Romania, conducted in cooperation with local partners acting as investment firm agents, in 2014 the Company entered into an agreement with IPOPEMA Business Services Srl. ("IBS Srl") for the provision of services ("Services Agreement"), whereby IBS provides the Company and its Romanian partners with office and equipment support services. The Company also made settlements of incurred expenses. In 2015, the total value of transactions under those agreements was PLN 507 thousand compared with PLN 128 thousand (expense) and PLN 79 thousand (income) in 2014.

#### Transactions with IPOPEMA TFI

In 2015 and 2014, the Company made settlements with IPOPEMA TFI related to the IT services provided to the subsidiary and expenses incurred by the Company. In 2015, the total value of the Company's turnover from these services was PLN 232 thousand (income) and PLN 5 thousand (expense) (2014: PLN 150 thousand (income) and PLN 0 thousand (expense)). The Company also provides services in the area of intermediation in securities trading to funds managed by IPOPEMA TFI.

### Transactions with IPOPEMA Business Consulting

In 2015 and 2014, transactions between the Company and IPOPEMA BC involved settlements of expenses. Mutual settlements amounted to PLN 28 thousand (income) and PLN 71 thousand (expense) in 2015 (2014: PLN 8 thousand (income) and PLN 44 thousand (expense)).

In 2015, the Company received dividend of PLN 400 thousand from IBC (2014: PLN 1m).

#### Transactions with IPOPEMA Asset Management

In the period January-November 2015 and in 2014, transactions between the Company and IPOPEMA AM involved settlements of IT services provided by the Company and related expenses. In 2015, the total value of settlements related to the provision of these services was PLN 110 thousand (income) and PLN 20 thousand (expense) (2014: PLN 109 thousand (income) and PLN 74 thousand (expense)).

In 2015, the Company received dividend of PLN 1m from IAM (2014: PLN 2m).

## 25.5. Remuneration of the Group's senior management staff

The table below presents the amount of remuneration paid and potentially payable to members of the Supervisory and Management Boards, as well as additional benefits (healthcare services, to the extent they are financed by the Company) received from IPOPEMA Securities Group companies:

Total remuneration (including bonuses)	2015	2014
Management Board	3,473	2,086
Jacek Lewandowski	1,239	484
Mirosław Borys	468	363
Mariusz Piskorski	838	363
Daniel Ścigała	243	-
Stanisław Waczkowski	685	876
Supervisory Board	88	85
Jacek Jonak	30	25
Janusz Diemko	10	20
Bogdan Kryca	16	16
Michał Dobak	24	20
Zbigniew Mrowiec	8	4

Members of the IPOPEMA Securities Management and Supervisory Boards did not receive remuneration from the subsidiaries.

#### Benefits to the key management staff

In 2015 and 2014, there were no payments under post-employment benefits, termination benefits, share-based payments, or other long-term benefits. The liabilities under holiday benefits payable to the Parent's Management Board stood at PLN 2 thousand as at December 31st 2015 and at PLN 1 thousand as at December 31st 2014. The holiday benefits were not included in the table above.

#### Agreements with Mariusz Piskorski and Mirosław Borys, dated November 4th 2008

Two of the Management Board members, Mariusz Piskorski and Mirosław Borys, entered into agreements with the Company, whereby each of them is entitled to compensation equal to three times their monthly salary if they are removed from the Management Board or not reappointed for another term of office (subject to conditions set forth in the agreements) or their remuneration terms are changed to less favourable.

### 26. Items of the consolidated statement of cash flows

Breakdown of the Group's activities as assumed for the consolidated statement of cash flows:

Operating activities – provision of brokerage and consulting services, fund and asset management services and securities trading in the capacity of a broker.

Investing activities – purchase and disposal of intangible assets, property, plant and equipment and non-current securities.

Financing activities – acquisition or loss of sources of financing (changes in the amount of and relation between equity and external capital at the entity) and any related monetary costs and benefits.

### Structure of cash

		Presentation in the consolidated statement of financial position		Presentation in the consolidated statement of cash flows		
		Dec 31 2015	Dec 31 2014	Dec 31 2015	Dec 31 2014	
Cas	h and cash equivalents	148,949	50,708	148,802	50,707	
1.	In hand	1	3	1	2	
2.	At banks	28,423	20,895	28,423	20,895	
3.	Other cash	120,494	29,810	120,494	29,810	
4	Cash equivalents (deposit for a period	30	-	-	-	
4.	exceeding three months)					
5.	Accrued foreign exchange differences	-	-	-116	-1	

The difference between the presentation of cash in the balance sheet and the statement of cash flows in 2015 and in 2014 follows from presentation of cash net of the effect of foreign exchange differences and received gift cards presented under cash and cash equivalents.

Cash at the end of the period comprises the Group's own and its clients' cash and cash equivalents - for more information on the structure of cash see Note 13.1.

#### Differences in changes in balance-sheet items

	Presentation in the statement of finar		Presentation in the consolidated statement of cash flows – change
	Dec 31 2015	Dec 31 2014	2015
Gross current and non-current receivables	180,371	253,407	73,313
Net receivables	179,801	252,119	
Impairment losses on receivables	570	1,288	-718
Accruals and deferrals	9,714	7,625	2,133
Total increase/(decrease) in impairment losses and accruals and deferrals			1,415

The difference between the change in gross receivables disclosed in the statement of financial position and the amount disclosed in the statement of cash flows results from the presentation of receivables as at December 31st 2015 net of receivables under loans advanced, dividends receivable and interest receivable under a security deposit paid, which were disclosed under investing activities, and from the reclassification of the security deposit to current receivables.

	Presentation in the consolidated statement of financial position		Presentation in the consolidated statement of cash flows – change
	Dec 31 2014	Dec 31 2013	2014
Gross current and non-current receivables	253,407	277,893	23,822
Net receivables	252,119	277,286	
Impairment losses on receivables	1,288	607	681
Accruals and deferrals	7,625	9,159	-1,413
Total increase/(decrease) in impairment			-750
losses and accruals and deferrals			-730

The difference between the change in gross receivables disclosed in the statement of financial position and the amount disclosed in the statement of cash flows is attributable to the presentation of receivables as at December 31st 2014 net of the amount of receivables under loans advanced, not received dividends, interest receivable from security deposits, and lease receivables (non-current portion) disclosed under investing activities.

### 27. Leases

#### The Group as a lessee - right to use a building

Group companies lease office space under lease agreements. The right to use the building for the term of the agreement was classified by the Company as operating lease. The lease agreement providing for the right to use the building was executed for a period of five years, with an option to extend its term for another two years. Minimum lease payments are presented in the table below.

Operating lease liabilities	Dec 31 2015	Dec 31 2014
	Present value of mir	nimum lease payments
Within 1 year *	3,112	3,063
Within 1 to 5 years *	9,798	12,254
Over 5 years *	-	124
Total operating lease liabilities	12,910	15,441

<sup>\*</sup> Average annual value during the lease term.

#### The Group as a lessee – finance leases

Group companies are parties to vehicle lease agreements. The financing party has the right to recalculate its fee in the event of changes in the 1M EURIBOR/WIBOR interest rate or regulatory changes (notably tax regime changes). The agreements provide for a mileage limit for the vehicles, which will be accounted for in respect of the entire lease term. If the mileage limit agreed by the parties is exceeded, the lessee has to pay an additional excess mileage charge.

The lease agreements have been classified as finance leases. Minimum lease payments are presented in the table below.

Finance lease liabilities	Dec 31 2015	Dec 31 2014
Net carrying amount	776	621
Present value of minimum lease payments	776	621
Within 1 year *	186	178
Within 1 to 5 years *	590	443
Over 5 years *	-	-
Contingent lease payments recognised as expense in the period	268	217

The Group companies did not enter into any sublease agreements.

#### The Group as a lessor

As at December 31st 2015, no Group company acted as a lessor.

In 2010, the Parent entered into a finance lease agreement with a non-consolidated subsidiary. The lease expired on December 31st 2014, with unrealised finance income amounting to PLN 1 thousand in 2014. The gross value of lease investment as at December 31st 2014 was PLN 14 thousand. The Group did not recognise provisions for unrecoverable receivables under minimum lease payments. There are no contingent lease payments or not quaranteed residual values attributable to the lessor.

Lease receivables	Dec 31 2014		
	Gross lease investment	Present value of minimum lease payments	
Within 1 year	14	14	
Within 1 to 5 years	-	-	
Over 5 years	-	-	
Total lease receivables	14	14	

## 28. Foreign exchange differences

Exchange differences disclosed in the consolidated statement of comprehensive income, other than differences resulting from financial instruments measured at fair value, are presented in Note 16.3. In 2015 and 2014, there were no exchange differences disclosed in other comprehensive income as a component of equity.

### 29. Security over assets of the IPOPEMA Securities Group

Both in 2015 and 2014, the Group's assets were used as security for working capital overdraft facilities (see Note 15.3.2).

In 2015 and 2014, save for a security deposit of PLN 4m in a bank account, blank promissory notes with promissory note declarations, powers of attorney over bank accounts held with the lending bank (securing an overdraft facility), security deposits securing guarantees (see Note 23), and the security deposit of PLN 2m to secure settlement of transactions executed on foreign stock exchanges, the Group did not have any liabilities secured with its assets as at December 31st 2015.

# 30. Pending court or administrative proceedings and inspections at the Group companies

## 30.1. Pending court or administrative proceedings

In October 2015, the General Inspector for Financial Information imposed a fine of PLN 5 thousand on IPOPEMA TFI for failure to meet the obligation to register a transaction and failure to implement follow-up recommendations issued by the Polish Financial Supervision Authority within the prescribed time limit. IPOPEMA TFI filed a petition with the Minister of Finance to re-examine the case. In December 2015 the Minister of Finance upheld the challenged decision. IPOPEMA TFI filed an appeal against the decision to the Provincial Administrative Court.

In March 2014, administrative proceedings against IPOPEMA TFI were initiated before the Polish Financial Supervision Authority concerning compliance with the provisions of its Articles of Association by one of the funds. In March 2015, the Polish Financial Supervision Authority imposed a fine of PLN 50 thousand on IPOPEMA TFI

for non-compliance with investment restrictions between September 2012 and July 2013. IPOPEMA TFI filed a request for re-examination of the case.

## 30.2. Inspections

One external inspection was carried out in 2015, by the Central Securities Depository of Poland (KDPW). It concerned securities record-keeping and IT systems used for that purpose. No follow-up recommendations were issued by the Central Securities Depository of Poland as a result of the inspection.

In 2014, the Polish Financial Supervision Authority carried out two inspections at the Company. One concerned the Company's brokerage business. The Company received an inspection report together with follow-up recommendations and notified the Polish Financial Supervision Authority of the implementation of the recommendations before the end of 2014.

The other inspection concerned the performance of obligations under the Act on Countering Money Laundering and the Financing of Terrorism. Also in this case the Company received follow-up recommendations and notified the Polish Financial Supervision Authority of their implementation.

In October 2014, the Central Securities Depository of Poland carried out an inspection at the Company, concerning record keeping of securities, and IT systems used for that purpose. Follow-up recommendations were implemented by the end of 2014.

In December 2014, an inspection was carried out at the Company by the National Bank of Poland (NBP) regarding the performance of obligations under Art. 30.1 of the Foreign Exchange Act. Information on the implementation of follow-up recommendations was provided to the NBP in February 2015.

In H1 2014, an inspection was carried out at IAM by the Polish Financial Supervision Authority, to verify whether the Company complies with the provisions of law and internal regulations in terms of: (i) provision of brokerage services consisting in portfolio management, (ii) procedures and conditions to be followed in relations with clients, as well as organisation and functioning of the internal control system, the compliance monitoring system, and the internal audit system. The Company received an inspection report together with follow-up recommendations and notified the Polish Financial Supervision Authority of the implementation of the recommendations before the end of 2014.

From June to August 1st 2014, the Polish Financial Supervision Authority carried out an inspection at IPOPEMA TFI, concerning management of funds and representation of funds before third parties. The Company received an inspection report together with follow-up recommendations. The recommendations were fully implemented by the Company in 2014.

Since 2010, the Parent (as a regulated entity) has been subject to annual evaluation carried out by the Polish Financial Supervision Authority as part of the Supervisory Review and Evaluation Process (SREP).

## 31. Objectives and principles of financial risk management

Operations on capital markets inherently involve various risks which may have a material effect on the Group's operations, as outlined below.

All types of risk are monitored and controlled with respect to the profitability of the Group's business and the level of capital necessary to ensure security of executed transactions in the context of the capital adequacy requirements.

#### 31.1. Market risk

The IPOPEMA Securities Group is exposed to the following types of market risk: interest rate risk, currency risk, credit risk, liquidity risk and price risk understood as the risk of fluctuations in the prices of financial instruments linked to share prices.

In its portfolio, the Group holds shares of companies listed on the Warsaw Stock Exchange. As at December 31st 2015, their value stood at PLN 1,214 thousand (as at December 31st 2014: PLN 1,463 thousand). Proprietary trading in shares is limited, therefore the related risk exposure is low. The Group also holds other financial instruments, such as trade payables and receivables arising in connection with its activities.

The Group uses bank borrowings, and holds cash and short-term deposits. The primary purpose of holding those financial instruments is to effectively use financial resources to finance the Group's operations.

The assumptions adopted in the sensitivity analysis as at December 31st 2015 are described in the table next to each type of risk. The sensitivity analysis included the impact on net profit/(loss) and equity within one year from the end of the reporting period. The analysis presented below did not include the impact of tax.

	Value of the free bar	Interest	rate risk	Curren	cy risk		Other p	rice risk	
Item of the consolidated	Value of the item in PLN thousand according to the	Effect on p	rofit/(loss)	Effect profit/		Effect profit/	ct on ((loss)	Effect equ	
financial statements	consolidated statement of financial position	+ 100 bps (PLN/USD/ EUR '000)	- 100 bps (PLN/USD/ EUR '000)	+10%	-10%	+10%	-10%	+10%	-10%
Financial assets							•	•	
Cash and cash equivalents	44,643	446	-446	1,602	-1,602	-	-	-	-
Bank deposits	-	-	-	-	-	-	-	-	-
Trade and other receivables	178,434	-	-	1,034	-1,034	-	-	-	-
Financial instruments held for trading*	1,214	-	-	-	-	121	-121	-	-
Financial instruments available for sale**	11,764	79	-79	56	-56	-	-	390	-390
Financial liabilities									
Trade and other payables	242,468	-	-	-1,041	1,041	-	-	-	-
Borrowings	15,138	-151	151	-	-	-	-	-	-
Other financial liabilities	786	-8	8	-	-	-	-	-	-
Total	-22,181	366	-366	1,651	-1,651	121	-121	390	-390

<sup>\*</sup> Financial instruments held for trading included in the sensitivity analysis are financial instruments involved in brokerage activities.

The assumptions adopted in the sensitivity analysis as at December 31st 2014 are described in the table next to each type of risk.

	Value of the item in	Interest	rate risk	Curren	cy risk		Other p	rice risk	
Item of the consolidated	PLN thousand according to the	Effect on p	rofit/(loss)		ct on (loss)		ct on ((loss)	Effect equ	
financial statements	consolidated statement of financial position	+ 100 bps (PLN/USD/ EUR '000)	- 100 bps (PLN/USD/ EUR '000)	+10%	-10%	+10%	-10%	+10%	-10%
Financial assets									
Cash and cash equivalents	33,133	331	-331	1,364	-1,364	-	-	-	-
Bank deposits	-	-	-	-	-	-	-	-	-
Trade and other receivables	249,737	-	-	919	-919	-	-	-	-
Financial instruments held for trading*	1,463	-	-	-	-	146	-146	-	-
Financial instruments available for sale**	8,715	-	-	65	-65	-	-	872	-872
Financial liabilities									
Trade and other payables	223,397	-	-	-1,002	1,002	-	-	-	-
Borrowings	12,206	-122	122	-	-	-	-	-	-
Other financial liabilities									
Total	57,445	209	-209	1,347	-1,347	146	-146	872	-872

<sup>\*</sup> Financial instruments held for trading included in the sensitivity analysis are financial instruments involved in brokerage activities.

<sup>\*\*</sup> The amount does not include the value of shares in IBS Kft, IBS Srl, and IO, as they are measured at cost (according to IAS 39).

<sup>\*\*</sup> The amount does not include the value of shares in IBS Kft, IBS Srl, and IO, as they are measured at cost (according to IAS 39)

#### 31.2. Interest rate risk

The Group has liabilities under working capital facilities on which interest accrues at variable rates. This gives rise to the risk that interest rates may increase in relation to their level as at the agreement date. Moreover, the Group invests free cash in variable-rate assets, which may result in reduced return on the investment if interest rates decline. For information on assets and liabilities subject to the interest rate risk, see Note 13.1 and Note 15.3.

Given that in the reporting period the Group held both assets and liabilities bearing interest at variable rates (which mitigated the risk) and that interest rates moved only slightly in the past periods and no dramatic changes in interest rates are expected in the following reporting periods, the Group did not hedge its exposure to the interest rate risk, as in its opinion the risk is not significant.

	2015			
Variable interest rate	<1 year	1-5 years	> 5 years	Total
Cash assets	45,940	-	-	45,940
Overdraft facilities	15,138	-	-	15,138
Total	30,802	-	-	30,802

	2015			
Fixed interest rate	<1 year	1-5 years	> 5 years	Total
Cash assets	102,978	-	-	102,978
Total	102,978	-	-	102,978

	2014			
Variable interest rate	<1 year	1-5 years	> 5 years	Total
Cash assets	46,686	-	-	46,686
Overdraft facilities	12,206	-	-	12,206
Total	58,892	-	-	58,892

	2014			
Fixed interest rate	<1 year	1-5 years	> 5 years	Total
Cash assets	4,015	-	-	4,015
Total	4,015	-	-	4,015

### 31.3. Currency risk

The Group is exposed to limited currency risk as it incurs most of its operating expenses in the złoty. Currency risk is primarily related to changes in the USD, EUR, HUF, CZK, and RON exchange rates, however both in 2015 and 2014 most of operating expenses were incurred in the złoty. The Group did not have any foreign-currency borrowings, however due to its operations in Hungary, Czech Republic and Romania it uses foreign currencies (HUF, CZK and RON) to settle stock-exchange transactions and other operating expenses in those markets (including fees payable to the clearing bank and stock exchanges, as well as the costs of associates). Owing to the nature of the transaction settlements (with the Parent acting as an intermediary), the share of this risk in the Group's overall risk is immaterial. As at December 31st 2015, the value of a foreign-currency loan advanced by the Company was PLN 221 thousand (December 31st 2014: PLN 283 thousand). The Company also holds deposits and cash in a foreign-currency bank account. Assessment of the effect of foreign exchange fluctuations as at December 31st 2015 and December 31st 2014 is presented in Note 31.1.

	Dec 31 2015	Dec 31 2014
Foreign-currency receivables		
- EUR	309	1,639
- HUF	340,342	91,613
- USD	185	238
- CZK	22,985	1,000
- RON	48	49
Foreign-currency liabilities		
- EUR	453	1,663
- HUF	346,602	102,947
- USD	326	251
- CZK	22,185	211
- GBP	2	1
- RON	9	3
Cash in foreign currencies		
- CZK	293	764
- EUR	2,483	2,135
- HUF	58,019	26,604
- RON	626	479
- USD	1,118	758
- GBP	19	15
- SEK	27	6
- JPY	350	230
- DKK	67	53
- NOK	231	-
- CHF	30	10
- TRY	214	566

#### 31.4. Price risk

The Group holds financial instruments traded on a regulated market (the Warsaw Stock Exchange). The Group is exposed to the risk connected with the volatility of prices of financial instruments listed on the WSE. Such instruments are disclosed as financial instruments held for trading in the consolidated financial statements. The Group also holds investment certificates and investment fund units, which are exposed to the risk of volatility of certificate current price, but the aggregate value of the certificates and fund units is immaterial.

The risk related to prices of financial instruments is limited, as the Group invests only a relatively small portion of its cash in financial instruments.

Assessment of the effect of changes in financial instrument prices as at December 31st 2015 and December 31st 2014 is presented in Note 31.1.

#### 31.5. Credit risk

The Group is exposed to credit risk understood as the risk that the Group's debtors may fail to fulfil their obligations and thus cause losses to the Group. In view of the above, the Group believes that credit risk was accounted for in the consolidated financial statements through recognition of impairment losses. Receivables by maturity and amounts of recognised impairment losses are presented in Note 13.2.1.

In the Management Board's opinion, there is no significant concentration of credit risk at the Group as the Group renders services to a large number of clients. None of the clients' accounts for more than 10% of the Group's revenue.

With respect to the Group's other financial assets, such as cash and cash equivalents, financial assets held for trading and available for sale, credit risk is related to the potential inability of a counterparty to meet its payment obligation, and the maximum exposure to the risk is equal to the carrying amount of those assets (see Note 13.1, 13.4 and 13.5). Credit risk connected with bank deposits, financial instruments and other investments is considered low as the Group executed the transactions with institutions of sound financial standing.

The Group companies had no exposures with modified terms subject to forbearance in 2015 or 2014. Forbearance occurs when the lender modifies the terms of a loan or debt instrument if the borrower is unable to meet them due to financial difficulties. Concessions may include an interest rate reduction or postponement of the principal repayment date (i.e. changing or refraining from the enforcement of contractual requirements). The policy of forbearance is a set of measures involving renegotiation and restructuring of loan terms.

As at December 31st 2015, the maximum value at risk under credit risk for instruments carried as loans advanced and receivables (Note 20.1) was PLN 328,751 thousand (December 31st 2014: PLN 303,191 thousand).

### 31.6. Liquidity risk

The Group is exposed to liquidity risk understood as the risk of failure to meet its liabilities as they fall due. The risk is connected with a potentially limited access to financial markets, resulting in the Group's inability to raise new financing or refinance its debt. The Group's objective is to balance its liquidity position by managing its receivables, liabilities and financial instruments and by using debt financing in the form of short-term bank borrowings.

In the Group's opinion, given the significant amount of cash held as at the end of the reporting period (Note 13.1), access to credit facilities to finance the Groups' operations on the WSE (Note 15.3.2), and the sound financial standing of the Group, the liquidity risk is insignificant.

Note 15.3.1 includes a table setting forth liabilities by maturity. The vast majority of the liabilities (97%) relate to transactions executed on stock exchanges, in the majority of which the Group acted as intermediary in the purchase or sale of financial instruments on behalf of its clients. Thus, a liability under a stock exchange transaction is to a large extent offset by a transaction generating receivables. As at December 31st 2015, the balance of stock exchange transactions (receivables vs. liabilities) stood at PLN (-)279 thousand (December 31st 2014: PLN 878 thousand). Principal transactions executed on the WSE may be financed with proceeds from the available credit facilities. In view of the foregoing, the liquidity risk is considered low.

## 32. Capital management

The objective of the Group's capital management policy is to ensure that the Group entities continue as going concerns and to maximise return for the shareholders. As at December 31st 2015 and December 31st 2014, the Group's equity was PLN 80,900 thousand and PLN 76,892 thousand, respectively.

IPOPEMA Securities S.A. is a brokerage house, and it also meets the conditions to be recognised as an EU parent institution and therefore, in addition to the capital adequacy requirements on a separate basis, the Group is also obliged to meet the capital adequacy requirements on a consolidated basis. The Group is required to calculate own funds and prudential requirements in compliance with Regulation (EU) No. 575/2013 of the European Parliament and of the Council of June 26th 2013 on prudential requirements for investment institutions and firms, amending Regulation (EU) No. 648/2012 (OJ L 176 of June 27th 2013, as amended). As one of the requirements imposed under the Regulation, the Group must maintain an adequate level of consolidated own funds.

Despite the considerable increase in its equity, the Company uses debt financing. In accordance with applicable regulations, the Company must satisfy capital adequacy requirements, as described in Note 14.4. In connection with its operations on the secondary market, upon the closing of each trading day the Company is obliged to ensure an appropriate amount of funds for the Settlement Guarantee Fund. Currently, the Company transfers contributions to the Fund using proceeds from a credit facility (for details see Note 15.3.2). There is a risk that the level of equity (and own funds) and the available debt financing will limit the turnover potentially achievable by the Company. To date, the Company has not encountered any problems in making sufficient contributions to the Settlement Guarantee Fund, and the present amount of the available credit facility ensures safe continuation of business at the current level or even a substantial increase in business volumes. However, there can be no assurance that the Bank will extend the term of the credit facility agreement. If this is the case, the Company will finance its operations using internally-generated funds; additionally, it will also take steps to obtain financing from another bank.

It should be also noted that if the Company's clients fail to settle transactions concluded on their behalf in a timely manner, the Company may be required to execute such transactions using its own funds.

Given the scope and nature of the Company's business, the current level of the Company's equity is sufficient. However, it is possible that the current or planned business projects will require a higher level of equity. If the equity base needs to be increased, the Company may have to increase the share capital through an issue of new shares.

If any events with an adverse effect on the Company's financial performance occur or if the Company incurs losses, the level of equity may be reduced, which may also limit the Company's ability to use debt financing and force the Company to scale down its business.

IPOPEMA TFI, as an investment fund company (management company), is also obliged to comply with the requirement to secure a sufficient level of equity as required under Art. 49 and Art. 50 of the Act on Investment Funds of May 27th 2004.

The provisions of the Act stipulate that the management company's initial capital necessary to carry out its activities must be no less than the złoty equivalent of EUR 125,000. The management company must maintain its equity at a level not lower than 25% of the difference between the total costs and the variable cost of distribution

incurred in the previous financial year. Furthermore, once the value of the assets of investment funds managed by the management company exceeds the złoty equivalent of EUR 250,000 thousand, the management company must immediately increase its equity. The amount of the increase has to be equal to 0.02% of the difference between the sum of the value of the assets of all funds managed by the management company and the złoty equivalent of EUR 250,000 thousand. The management company is not required to increase its equity if the sum of its initial capital and the additional amount exceeds the złoty equivalent of EUR 10,000 thousand. Ipopema TFI maintains its equity at the level required by statutory provisions.

### 33. Workforce structure

In 2015 and 2014, the average number of employees at the IPOPEMA Securities Group was as follows:

	2015	2014
Management Board of the Parent	4	4
Management Boards of the Group companies	6	5
Other	177	180
Total	187	189

#### 34. Clients' financial instruments

As at December 31st 2015, the value of stock-exchange listed financial instruments in book-entry form registered in clients' accounts was PLN 658,465 thousand (96,011 thousand instruments) (December 31st 2014: PLN 21,863 thousand (292 instruments)). As at December 31st 2015, the Company kept 90 thousand bonds in certificated form for its clients, valued at PLN 90m, and 12 thousand shares, valued at PLN 165 thousand. In the comparative period, i.e. as at December 31st 2014, the Company kept 53 million clients' bonds in certificated form, valued at PLN 53m.

The Company also operates an issue sponsor's account. As at December 31st 2015, 291 thousand WSE-listed financial instruments in book-entry form (shares) were registered in the account, worth PLN 632 thousand (December 31st 2014: 291 thousand shares with a value of PLN 1,145 thousand).

### 35. Auditor's fees

Under a contract of July 24th 2015, the entity authorised to audit the Company's full-year separate and consolidated financial statements for 2015 and to review the financial statements for H1 2015 is BDO Sp. z o.o., with its registered office at ul. Postępu 12, Warsaw, Poland. The auditor was contracted to perform the audit and review services with respect to the full-year and half-year periods of 2015.

	2015	2014
Mandatory audit of financial statements	78	109
Other assurance services	81	48
Other services	-	-
Total	159	157

## 36. Discontinued operations

The Group did not identify any discontinued operations in 2015 or in 2014. Accordingly, all information presented in these consolidated financial statements relates to continuing operations.

## 37. Events subsequent to the end of reporting period

All events with effect on the 2015 consolidated financial statements are disclosed in the accounting records for 2015.

Warsaw, March 18th 2016

Jacek Lewandowski President of the Management Board Mariusz Piskorski Vice-President of the Management Board Stanisław Waczkowski Vice-President of the Management Board Mirosław Borys Vice-President of the Management Board Daniel Ścigała Member of the Management Board

Danuta Ciosek Chief Accountant

