# **TERNA ENERGY**

Société Anonyme Commercial Technical Company 85 Mesogeion Ave., 115 26 Athens Reg.No. 318/06/B/86/28

# SEMI-ANNUAL FINANCIAL REPORT

for the period from

January 1<sup>st</sup> to June 30<sup>th</sup> 2011

According to article 5 of L. 3556/2007

# CONTENTS

I. ST/	ATEMENTS BY REPRESENTATIVES OF THE BOARD OF DIRECTORS	3
II. RE	EVIEW REPORT OF INTERIM FINANCIAL INFORMATION	4
III. SE	EMI-ANNUAL REPORT BY THE BOARD OF DIRECTORS	6
IV. In	terim Condensed Financial Statements Individual and Consolidated of 30 June 2011	. 11
STAT	FEMENT OF FINANCIAL POSITION	. 12
STAT	FEMENT OF COMPREHENSIVE INCOME	. 14
STAT	TEMENT OF CASH FLOWS	. 16
STAT	TEMENT OF CHANGES IN EQUITY	-
1	ESTABLISHMENT & ACTIVITY OF THE COMPANY	
2	BASIS FOR THE PRESENTATION OF THE FINANCIAL STATEMENTS	. 20
3	SUMMARY OF KEY ACCOUNTING PRINCIPLES	. 27
4	GROUP STRUCTURE	. 37
5	OPERATING SEGMENTS	. 43
6	FIXED ASSETS (intangible and tangible)	. 47
7	ACQUISITION OF COMPANIES	. 47
8	CAPITAL	. 48
9	DIVIDENDS	. 48
10	LOANS	. 48
11	PROVISIONS	. 48
12	GRANTS	. 49
13	OTHER INCOME/EXPENSES	. 49
14	NUMBER OF EMPLOYEES	. 49
15	INCOME TAX	
16	TRANSACTIONS WITH RELATED PARTIES	
17	SIGNIFICANT EVENTS DURING THE PERIOD	
18	SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD	. 51
19	CONTINGENT LIABILITIES	
	ATA AND INFORMATION FOR THE PERIOD 1.1-30.6.2011	
VI. R	eport of Use of Raised Capital from the Share Capital Increase by Cash for the Period 8/11/07	' –
	30/06/11	. 54

# I. STATEMENTS BY REPRESENTATIVES OF THE BOARD OF DIRECTORS (according to article 5 par. 2 of L. 3556/2007)

We

- 1. George Perdikaris, Chairman of the Board
- 2. Emmanuel Maragoudakis, Vice-President of the Board and Managing Director
- 3. Panayiotis Pothos, Executive Member of the Board

#### STATE THAT

To the best of our knowledge:

a. The semi-annual financial statements of the company TERNA ENERGY SA for the period from January 1st 2011 to June 30<sup>th</sup> 2011, which were prepared in accordance with the accounting standards in effect, give a true picture of the assets, liabilities, the shareholders' equity and the results of the Company, as well as of the companies included in the consolidation and considered aggregately as a whole, according to those stated by paragraphs 3 to 5 of article 5 of L. 3556/2007, and

b. The Semi-Annual Board of Directors ' Report depicts in a true manner the information required according to those stated by paragraph 6 of article 5 of L. 3556/2007.

Athens, 26 August 2011

Georgios Perdikaris

Emmanuel Maragoudakis

**Panagiotis Pothos** 

Chairman of the Board

Vice Chairman of the Board and Managing Director Executive Board Member

#### **II. REVIEW REPORT OF INTERIM FINANCIAL INFORMATION**

Towards the shareholders of TERNA ENERGY SOCIETE ANONYME INDUSTRIAL COMMERCIAL TECHNICAL COMPANY S.A.

#### Introduction

We have reviewed the accompanying condensed individual and consolidated statement of financial position of TERNA ENERGY SOCIETE ANONYME INDUSTRIAL COMMERCIAL TECHNICAL COMPANY S.A., (the Company) and its subsidiaries for June 30<sup>th</sup> 2011, the relevant condensed individual and consolidated statements of comprehensive income, statements of changes in equity and statements of cash flows for the sixmonth period ending on the aforementioned date, as well as the selected explanatory notes that comprise the interim financial information, which is an inseparable part of the semi-annual financial report of article 5 of L. 3556/2007. Management is responsible for the preparation and presentation of the interim condensed financial information, according to the International Financial Reporting Standards, as such have been adopted by the European Union and are applied in Interim Financial Reporting (International Accounting Standard "IAS" 34). Our responsibility is to express a conclusion on this interim condensed financial information based on our review.

#### Scope of the review

We have conducted our review according to International Standard on Review Engagements 2410 "Review of Interim Financial Information, performed by the Independent Auditor of the Entity". The review of the interim financial information consists of making inquiries primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

### Report on other legal and regulatory issues

Our review has not indicated any inconsistency or discrepancy of other items included in the semi-annual financial report, prepared according to article 5 of L. 3556/20007, with the accompanying financial information.

Athens, 29 August 2011

The Certified Auditor Accountant

Georgios N. Deligiannis SOEL Reg. No. 15791



Ορκωτοί Ελεγκτές Σύμβουλοι Επιχειρήσεων Ζεφύρου 56, 175 64, Παλαιό Φάληρο Α.Μ.ΣΟΕΛ 127

#### **III. SEMI-ANNUAL REPORT BY THE BOARD OF DIRECTORS**

of Société Anonyme "TERNA ENERGY SA"

For the period 1/1 - 30/6/2011

The current Semi-Annual Report of the Board of Directors concerns the period 1 January -30 June 2011. It is prepared and in line according to the provisions of article 5 of Law 3556/2007 as well as the related executive decisions of the Board of Directors of the Capital Markets Commission.

#### A. Financial Developments & Performance for the Period

The 1<sup>st</sup> half of 2011 was a period where the Greek economy continued to face significant fiscal problems: the Greek debt crisis intensified to such an extent so as to pose a threat to the Eurozone. During the Summit of the Eurozone members in July, decisions were made to support the Greek economy during the next years, while the efforts of the Greek Government and the European Community focus on placing the Greek economy once again on a positive growth trend.

The support of Renewable Energy Sources (RES) is confirmed on a global level, as it is one of the basic sectors where Greece's positive growth may focus on during the next years. In this context, TERNA ENERGY is expected to post a significant increase of its size in Greece, with its investments maturing and the Group's installed capacity of RES in Greece increasing significantly during the next years.

Moreover, TERNA ENERGY has already achieved significant presence in countries other than Greece, both in South East Europe and in the USA. The company has initiated operation of its first parks in Poland, with a capacity of 32 MW and it is constructing an additional 34MW in the same country, while it is finishing the construction of yet another 30MW in Bulgaria. At the same time, it is expected to begin construction of its first park in the USA, with a total capacity of 138 MW.

TERNA ENERGY has a total capacity of 702MW either installed or at the construction stage: it has already set 13 wind parks in operation with a total capacity of 214MW from which 11 wind parks are in Greece with a total capacity of 182MW, while recently the company's first wind parks in Poland, with 32MW capacity, began operations.

Also, the construction of ten wind parks in Greece, with a total capacity of 233MW is fully underway, together with the construction of five wind parks in East Europe, with a total capacity of 64MW (34MW in Poland and 30MW in Bulgaria).

At the same time, the company operates a hydroelectric station, with a capacity of 6.6 MW, at the Eleousa position of the Axios river (Thessaloniki Prefecture), while recently the second hydroelectric station of 8.5 MW also begin operations at the Dafnozonara position of Acheloos river (Aitoloakarnania/Evritania region).

Moreover, the Company and its subsidiaries have Production Licenses corresponding to a total capacity of almost 1,560 MW for wind parks throughout Greece, with the completion of the licensing process at several stages, while it has also submitted applications for production licenses of 3,690 MW. Also, the company has production licenses for 112 MW relating to hydroelectric projects and it has submitted applications for new production licenses of hydroelectric projects with a capacity of 1,510 MW.

Furthermore the company has decided to further penetrate the sector of Photovoltaic (P/V) Parks and for this reason it is already constructing 9MW, while it has acquired a production license for additional 18MW of P/V Parks.

The company's construction sector, apart from projects executed on behalf of third parties, continues intense operations in the construction of the company's own RES projects, thus offering its energy sector the ability to effectively control both the cost and the time completion of RES projects, and thus reinforcing the company's verticalization.

The company applies the International Financial Reporting Standards (IFRS) from 2005. For the first half of 2011 the Group's consolidated sales according to IFRS amounted to 27.9 mil euro compared to 28.7 mil in 2010, posting a 3% decrease versus the first half of the previous year, mainly due to the lower construction activity towards third parties. Operating profit (EBITDA) amount to 13.2 mil euro compared to 9.7 mil the previous period, posting a 35.6% increase, due to the company's larger installed capacity in RES projects. Earnings before tax amounted to 10 mil, increased by 34.9% compared to the respective period of 2010. Earnings after tax and minority interest amounted to 6.9 mil euro, posting a 138% increase.

As regards to the results of the individual sectors: The energy sector posted sales of 20 mil euro, posting a 21.6% increase compared to the respective period of 2010, due to the larger installed capacity, while operating profit (EBITDA) amounted to 12.3 mil euro, posting a 37.4% increase compared to 2010.

TERNA ENERGY's construction activity towards third parties posted a decline, as relevant sales amounted to 7.9 mil euro, posting a 35.9% decline versus the first half of 2010. Operating profit (EBITDA) of the sector amounted to 0.9 mil euro compared to 0.8 mil euro the previous year. The backlog of construction projects towards third parties at the end of the first half of 2011 amounted to 91 mil euro.

The Group's financial position remains powerful, as its cash & cash equivalents amount to 135.4 mil euro, while bank debt amounted to 249.3 mil euro, resulting in a net debt position (cash minus bank debt) at the low level of 113 mil euro.

The company is at the stage of increased investments that increase the constant revenue streams and profitability in the long-term.

#### B. Significant events during the first half of the financial year

In the energy sector: during the 1<sup>st</sup> Half of 2011 two Wind Parks were set in operation in Poland, with a total capacity of 32 MW, while in Greece operations began for a hydroelectric project of 8 MW. Also, construction began for a Photovoltaic Park, with a 6MW capacity, as well as for two Wind Parks in the islet of Agios Georgios, with a total capacity of 69 MW.

In the constructions sector the Company signed construction contracts for the following projects:

a. Execution of the project "Anti-flooding protection projects for the Xiria watercourse", in the Magnisia Prefecture, with a contractual amount of 8,628,264.40 euro and

b. Execution of the project "Construction of the overpass connection node of Paraglavkios arteries with the new Patra port and construction of the technical extrusion of the Diakoniari watercourse from K.M. 0-001.5 to 0-050.00" with a contractual amount of 23,872,184.80 euro.

Following the aforementioned agreements signed the total construction backlog towards third parties on 30/6/2011 amounts to  $\notin$  91 million.

#### C. Prospects, risks and uncertainties for the second half of the financial year.

The prospects of TERNA ENERGY Group for the second half of 2011 are considered positive: construction of many RES projects is being completed and such will be set in operation, while other projects are near maturity as regards to the licensing process and thus the relevant construction activities are expected to commence.

The highly anticipated law for the acceleration of licensing procedures of RES investments is finally in effect, while at the same time many of the company's projects are at the final stage of the licensing procedure. Also, the company maintains powerful liquidity, a fact that enables it to finance its growth.

The company remains exposed to short-term fluctuations of wind and hydrologic data, a fact however that does not affect the long-term efficiency of its projects, as prior to the implementation of the investments extensive studies take place as regards to the long-term behavior of such factors. Moreover, the construction sector of TERNA ENERGY is subject to significant fluctuations, both as regards to turnover and as regards to the profitability of each construction project, because the construction activity, particularly of specialized companies such as ours, entails increased volatility that is mainly related to the ongoing renewal of the backlog of construction agreements for third parties.

During the period from the end of the first half of 2011 and until today there has been no significant loss nor has any possibility emerged for such a loss.

### **D.** Transactions with Related Parties

Related parties according to I.A.S. 24 are considered subsidiaries, companies with joint ownership and/or Management with the company, associate companies as well as the parent company and the subsidiaries of the parent company, and also members of the Board of Directors and the company's senior executives. The Company procures goods and services from its related companies, while it also supplies goods and services to such.

Transactions and balances for the period ended on 30.06.2011 are as follows:

TERNA ENERGY SA								
	SALES PURCHASES RECEIVABLE LI							
SUBSIDIARIES								
AIOLIKI PANORAMATOS DERVENOCHORION S.A.	959,912	-	6,083,818	-				
ENERGIAKI SERVOUNIOU S.A.	180,000	-	_	-				
TERNA ENERGY EVROS S.A.	220,000	-	135,300	11,920				
IWECO – CHONOS S.A.	45,000	-	_	-				
TERNA ENERGY OVERSEAS LTD	-	-	185,274	-				
AIOLIKI ILIOKASTROU S.A.	1,031,975	-	438,370	-				
AIOLIKI RACHOULAS DERVENOCHORION S.A.	684,131	-	493,213	-				
ENERGEIAKI DERVENOCHORION S.A.	510,944	-	2,299,101	-				
ENERGEIAKI FERRON EVROU SA	-	-	2,553,661	-				
ENERGEIAKI NEAPOLOEOS LAKONIAS	-	-	253,670	-				
EUROWIND SA	348,280	-	417,936	-				
VATHCHORI ENA PHOTOVOLTAIC S.A.	-	-	131,019	-				
Construction Joint Ventures	-	-	649,572	123,000				
General & Limited Partnerships	-	-	265,487	_				
PARENT								
GEK TERNA S.A.	-	78,633	502,813	14,513				
OTHER RELATED PARTIES								
VIOMEK S.A.		374,454	96,880	184,837				
TERNA S.A.	_	5,894,001	535,655	5,733,684				
HERON THERMOELECTRIC S.A.	17,114	39,021	5,079	17,264				
HERON HOLDINGS S.A.	246,884		7,663,664					
Joint Ventures in which TERNA S.A. participates in	624,116	-	403,787	3,932				
STROTIRES SA	-	1,891	-	2,326				

Regarding the above transactions, the following clarifications are provided:

a) Sales of TERNA ENERGY SA:

- to "Energeiaki Servouniou S.A." of 180,000 euro for RES maintenance services
- to "Terna Energeiaki Evrou S.A." of 220,000 euro for RES maintenance services
- to "Iweco-Chonos S.A." of 45,000 euro for RES maintenance services
- to "Aioliki Panoramatos Dervenochorion S.A." of 959,912 euro for construction services
- to "Aioliki Hliokastrou S.A." of 1,031,975 euro for construction services
- to "Aioliki Rachoulas Dervenochorion S.A" of 684,131 euro for construction services
- to "Energeiaki Dervenochorion S.A." of 510,944 euro for construction services
- to "Eurowind S.A." of 348,280 euro for construction services
- to "Heron Thermoelectric S.A." of 17,114 euro for other services
- to "Heron Holdings S.A." of 246,884 euro, for interest income
- to Joint Ventures which TERNA SA participates in, of 624,116 euro for construction services.

b) Purchases of TERNA ENERGY SA:

- from "Terna S.A." of 5,894,001 euro, from which 5,280,000 euro concerns construction services, 73,266 euro concerns leases, 15,243 concerns purchases of raw materials and € 525,492 concerns purchases of fixed assets.
- from "Viomek S.A." of 374,454 euro, from which 275,776 euro concerns industrial constructions, 3,610 concerns leases and 95,068 euro concerns other services.
- from "Heron Thermoelectric S.A." and "Strotires S.A." amounting to 40,912 euro, for purchases of raw materials.

- Transactions with Board members

from members of the Board of Directors amounting to 524,508 euro from which 375,000 euro concerns Board remuneration, while the amount of 149,508 concerns provisions of services.

#### **E. Treasury Shares**

During the period 1/1/2011 - 30/06/2011, the Company bought back 744,945 shares with a acquisition value of 2,476 thousand euro. The total number of treasury shares held by the Company as of 30/06/2011 had reached 4,190,930 shares or 3.8331653% of the total capital with a total acquisition cost of 15,241 thousand euro.

Athens, 26 August 2011 on behalf of the Board of Directors

Georgios Perdikaris Chairman of the Board

# TERNA ENERGY SA

#### IV. Interim Condensed Financial Statements Individual and Consolidated of 30 June 2011

#### (1 JANUARY - 30 JUNE 2011)

### ACCORDING TO THE INTERNATIONAL FINANCIAL REPORTING STANDARDS

The accompanying six-month Financial Statements were approved by the Board of Directors of Terna Energy SA on 26/8/2011 and have been published by being posted on the internet at the website <u>www.terna-energy.gr</u> as well as on the Athens Exchange website, where such will remain at the disposal of the investment community for at least 5 years from their preparation and publication date. It is noted that the published in the press Condensed Financial Data and Information that result from the interim condensed financial information, aim at providing the reader with general informing on the financial position and results of the company and Group, but do not provide a full picture of the financial position, financial performance and cash flows of the company and Group, according to IFRS.

### TERNA ENERGY GROUP STATEMENT OF FINANCIAL POSITION 30<sup>th</sup> JUNE 2011

#### (All amounts are expressed in thousand Euro, unless stated otherwise)

		GROUP		COMPANY		
	Note	30 June 2011	31 December 2010	30 June 2011	31 December 2010	
ASSETS						
Non-current assets						
Intangible assets	6	30,541	17,930	1,608	1,508	
Tangible assets	6	490,501	417,194	131,782	124,919	
Investment property		923	923	923	923	
Participation in subsidiaries		-	-	139,422	106,993	
Participations in associates		4,483	3,499	4,432	3,448	
Participation in joint-ventures		-	-	298	244	
Other long-term receivables		8,301	286	8,230	230	
Other investments		1	1	1	1	
Deferred tax assets		326	303			
Total non-current assets		535,076	440,136	286,696	238,266	
Current assets						
Inventories		482	2,196	155	1,903	
Trade receivables		11,817	14,870	21,877	26,404	
Receivables according to IAS 11		5,322	3,096	18,757	5,066	
Prepayments and other receivables		61,324	26,584	11,515	7,237	
Income tax receivables		1,554	864	1,282	797	
Cash and equivalents		135,449	192,873	116,478	174,794	
Total current assets		215,948	240,483	170,064	216,201	
TOTAL ASSETS		751,024	680,619	456,760	454,467	
EQUITY AND LIABILITIES						
Shareholders' equity						
Share capital	8	32,800	32,800	32,800	32,800	
Share premium		281,886	281,892	282,006	282,006	
Reserves		9,574	11,330	5,556	7,782	
Retained earnings		39,507	37,876	36,131	34,545	
Total		363,767	363,898	356,493	357,133	
Non-controlling interests		3,057	2,603			
Total equity		366,824	366,501	356,493	357,133	

# **TERNA ENERGY GROUP** Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

Long-term liabilities					
Long-term loans	10	76,571	63,204	33,748	36,754
Other provisions	11	1,144	1,144	597	597
Provision for staff indemnities	11	208	178	208	178
Grants	12	85,449	59,130	18,211	18,722
Deferred tax liabilities	15	2,795	1,497	1,553	356
Other long-term liabilities		1,815	1,965	-	-
Total long-term liabilities		167,982	127,118	54,317	56,607
Short-term liabilities					
Suppliers		36,837	36,612	21,513	12,402
Short-term loans	10	158,835	126,848	12,145	12,176
Long-term liabilities falling due in the					
next period	10	13,921	12,505	7,517	7,484
Liabilities according to IAS 11		2,045	3,940	1,545	4,038
Accrued and other short-term liabilities		4,166	6,860	3,230	4,627
Income tax payable		414	235	-	-
Total short-term liabilities		216,218	187,000	45,950	40,727
Total liabilities		384,200	314,118	100,267	97,334
TOTAL LIABILITIES AND					
EQUITY		751,024	680,619	456,760	454,467

The accompanying notes form an integral part of the financial statements

Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

### TERNA ENERGY GROUP STATEMENT OF COMPREHENSIVE INCOME 30<sup>th</sup> JUNE 2011

50 JUNE 2011	GROUP				COMPANY			
	1.1 – 30.6 2011	1.4 - 30.6 2011	1.1 - 30.6 2010	1.4 - 30.6 2010	1.1 - 30.6 2011	1.4 - 30.6 2011	1.1 - 30.6 2010	1.4 - 30.6 2010
Continued activities								
Turnover	27,911	14,714	28,792	12,680	33,708	19,190	24,146	11,273
Cost of sales	(14,773)	(6,835)	(18,370)	(8,686)	(24,849)	(13,743)	(17,067)	(8,482)
Gross profit	13,138	7,879	10,422	3,994	8,859	5,447	7,079	2,791
Administrative & distribution expenses	(4,584)	(2,788)	(3,654)	(2,140)	(2,243)	(1,171)	(2,697)	(1,498)
Research & development expenses	(1,216)	(567)	(1,538)	(1,071)	(1,158)	(544)	(930)	(484)
Other income/(expenses)	2,190	1,580	1,208	368	1,003	435	588	296
Operating results	9,528	6,104	6,438	1,151	6,461	4,167	4,040	1,105
Financial income/(expenses)	547	144	1,028	576	1,258	492	1,786	922
EARNINGS BEFORE TAX	10,075	6,248	7,466	1,727	7,719	4,659	5,826	2,027
Income tax expense	(2,638)	(1,703)	(4,315)	(3,034)	(1,472)	(931)	(3,064)	(2,384)
Net Earnings from continued activities	7,437	4,545	3,151	(1,307)	6,247	3,728	2,762	(357)
NET EARNINGS FOR THE PERIOD	7,437	4,545	3,151	(1,307)	6,247	3,728	2,762	(357)
Other income recognized directly in Equity from:								
Foreign exchange differences from incorporation of foreign units	(224)	(106)	(41)	(50)	-	-	-	-
Expenses of capital increase	(6)	(4)	(13)	(6)		-	-	-
Income tax recognized directly in Equity	1	1	(137)	1	-	-	(139)	-
Other income for the period net of income tax	(229)	(109)	(191)	(55)	-	-	(139)	-

Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

=								
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	7,208	4,436	2,960	(1,362)	6,247	3,728	2,623	(35
Net earnings attributed to:								
Shareholders of the parent from continued activities	6,984	4,394	2,932	(1,390)				
Non-controlling interests from continued activities	453	151	219	83				
	7,437	4,545	3,151	(1,307)				
Total income attributed to:								
Shareholders of the parent from continued activities	6,755	4,285	2,742	(1,445)				
Non-controlling interests from continued activities	453	151	218	83				
—	7,208	4,436	2,960	(1,362)				
Earnings per share (in Euro)								
From continued activities attributed to shareholders of the parent Average weighted number of shares	0.0663	0.0418	0.0271	(0.0128)				
Basic	105,371,258	105,207,859	108,149,311	107,894,280				

The accompanying notes form an integral part of the financial statements

#### STATEMENT OF CASH FLOWS 30<sup>th</sup> JUNE 2011

#### (All amounts are expressed in thousand Euro, unless stated otherwise)

GR	OUP	COMPANY		
1/1 - 30/6 2011	1/1 - 30/6 2010	1/1 - 30/6 2011	1/1 - 30/6 2010	
10,075	7,466	7,719	5,826	
	-	-	2,287	
			29	
			(3,041)	
2,359	2,126	1,448	1,255	
-	-	-	-	
(1,182)	(1,213)	(511)	(531)	
(301)	44	4	-	
13,219	9,792	8,687	5,825	
1,714	113	1,748	114	
827	10,802	(9,164)	6,751	
(7,238)	1,671	(4,180)	(695)	
7,044	8,898	9,111	(2,599)	
(4,589)	(4,555)	(2,983)	(4,087)	
(15)	(60)	(8,000)	(42)	
(2,765)	(1,196)	(1,667)	(587)	
8,197	25,465	(6,448)	4,680	
(93,313)	(42,330)	(9,670)	(12,485)	
(8,594)	(4,853)	-	-	
3,500	2,733	-	-	
2,815	2,271	2,608	2,163	
-	-	(33,467)	(13,626)	
(8,000)	-	-	-	
(103,592)	(42,179)	(40,529)	(23,948)	
	1/1 - 30/6         2011         10,075         5,229         (55)         (2,906)         2,359         -         (1,182)         (301)         13,219         1,714         827         (7,238)         7,044         (4,589)         (15)         (2,765)         8,197         (93,313)         (8,594)         3,500         2,815         -         (8,000)	20112010 $10,075$ $7,466$ $5,229$ $4,494$ $(55)$ $29$ $(2,906)$ $(3,154)$ $2,359$ $2,126$ $  (1,182)$ $(1,213)$ $(301)$ $44$ $13,219$ $9,792$ $1,714$ $113$ $827$ $10,802$ $(7,238)$ $1,671$ $7,044$ $8,898$ $(4,589)$ $(4,555)$ $(15)$ $(60)$ $(2,765)$ $(1,196)$ $8,197$ $25,465$ $(93,313)$ $(42,330)$ $(8,594)$ $(4,853)$ $3,500$ $2,733$ $2,815$ $2,271$ $  (8,000)$ $-$	$\begin{tabular}{ c c c c c c c c c c c c c c c c c c c$	

# **TERNA ENERGY GROUP** Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

Cash flows from financial activities				
Purchase of Treasury Shares	(2,476)	(4,567)	(2,476)	(4,567)
Net change of long term loans	15,357	(5,129)	(2,967)	(2,930)
Net change of short term loans	32,039	6,741	-	-
Dividends paid	(4,411)	(7,329)	(4,411)	(7,329)
Interest paid	(2,985)	(3,239)	(1,485)	(1,261)
Cash outflows for financial activities	37,524	(13,523)	(11,339)	(16,087)
Effect of exchange rate changes on cash & cash equivalents	447	(71)	-	-
Net increase/(decrease) in cash	(57,424)	(30,308)	(58,316)	(35,355)
Cash & cash equivalents at the beginning of the period	192,873	244,837	174,794	233,561
Cash & cash equivalents at the end of the period	135,449	214,529	116,478	198,206

The accompanying notes form an integral part of the financial statements

Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

### **TERNA ENERGY SA**

# STATEMENT OF CHANGES IN EQUITY 30<sup>th</sup> JUNE 2011

#### (All amounts are expressed in thousand Euro, unless stated otherwise)

	Share			Retained			
	Capital	Share Premium	Reserves	Earnings	Total		
1 January 2010	32,800	282,006	14,708	37,102	366,616		
Total comprehensive income for the period	-	-	-	2,623	2,623		
Dividends	-	-	-	(7,325)	(7,325)		
Purchase of Treasury Shares	-	-	(4,567)	-	(4,567)		
Transfers other movements	-	-	2,793	(2,793)	-		
30 June 2010	32,800	282,006	12,934	29,607	357,347		
1 January 2011	32,800	282,006	7,782	34,545	357,133		
Total comprehensive income for the period	-	-	-	6,247	6,247		
Dividends	-	-	-	(4,411)	(4,411)		
Purchase of Treasury Shares	-	-	(2,476)	-	(2,476)		
Transfers other movements	-	-	250	(250)	-		
30 June 2011	32,800	282,006	5,556	36,131	356,493		

Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

#### TERNA ENERGY GROUP STATEMENT OF CHANGES IN EQUITY 30<sup>th</sup> JUNE 2011

(All amounts are expressed in thousand Euro, unless stated otherwise)

	Share Capital	Share Premium	Reserves	Retained Earnings	Sub-total	Non- controlling interests	Total
1 January 2010	32,800	281,930	17,269	39,812	371,811	1,405	373,216
Total comprehensive income/(loss) for the period	-	(13)	(41)	2,796	2,742	218	2,960
Purchase of Treasury Shares	-	-	(4,567)	-	(4,567)	-	(4,567)
Dividends	-	-	-	(7,325)	(7,325)	-	(7,325)
Transfers other movements			3,438	(3,442)	(4)	1	(3)
30 June 2010	32,800	281,917	16,099	31,841	362,657	1,624	364,281

### TEPNA ENEPFEIAKH GROUP

STATEMENT OF CHANGES IN EQUITY

#### 30<sup>th</sup> JUNE 2011

(All amounts are expressed in thousand Euro, unless stated otherwise)

	Share Capital	Share Premium	Reserves	Retained Earnings	Sub-total	Non- controlling interests	Total
1 January 2011	32,800	281,892	11,330	37,876	363,898	2,603	366,501
Total comprehensive income/(loss) for the period	-	(6)	(223)	6,984	6,755	453	7,208
Purchase of Treasury Shares	-	-	(2,476)	-	(2,476)	-	(2,476)
Dividends	-	-	-	(4,411)	(4,411)	-	(4,411)
Transfers other movements			943	(942)	1	1	2
30 June 2011	32,800	281,886	9,574	39,507	363,767	3,057	366,824

# **1 ESTABLISHMENT & ACTIVITY OF THE COMPANY**

The TERNA ENERGY SA Group of companies (hereinafter the «Group» or «TERNA ENERGY») is a Greek group of companies mainly engaged in the energy and construction sector. The Group's activity in the energy sector is related to the construction and exploitation of renewable sources of Wind energy. The Company is also engaged in the research for the operation and construction of projects related to other renewable energy sources (RES).

TERNA ENERGY has a class 6 contractor certificate and its activity in the construction sector relates to the construction of private and public projects as a main contractor or subcontractor or through joint ventures. Based on the Greek legislation in effect, companies who hold a class 6 certificate, undertake public works with an initial contracting price from  $\notin$  5.25 to  $\notin$ 44.00 million or up to  $\notin$ 60.00 million through joint ventures and private or self-financed independently budgeted, either as main contractors or as sub-contractors or through joint ventures.

TERNA ENERGY is the continuation of the Technical Constructions Company (ETKA SA), which was established in 1949 (Gov. Gaz. 166/21.06.1949), and which during 1999 absorbed TERNA ENERGY SA. The latter had been established in 1997 (Gov.Gaz.6524/11.09.1997), and is based in Athens, 85 Mesogeion Ave.

The Company is listed on Athens Exchange. The parent company of TERNA ENERGY, which is also listed on Athens Exchange, is GEK TERNA SA.

# **2** BASIS FOR THE PRESENTATION OF THE FINANCIAL STATEMENTS

### a) Basis for the Preparation of the financial statements

The condensed interim financial statements, which consist of the separate and consolidated financial statements of the Parent Company and Group, have been prepared according to the International Financial Reporting Standards (IFRS), as such have been adopted by the European Union and specifically according to the provisions of IAS 34 "Interim Financial Statements". The condensed interim financial statements should be read together with the annual financial statements of 31 December 2010.

### b) Statutory Financial Statements

Until the 31st of December 2004 TERNA ENERGY SA and its Greek subsidiaries kept their accounting books and prepared financial statements according to the provisions of L. 2190/1920 and the tax legislation in effect. From January 1st, 2005 they are obliged, according to the legislation in effect, to prepare their Statutory Financial Statements according to the IFRS that have been adopted by the European Union. The Company and the Greek companies of the Group continue to keep their accounting books in accordance with the provisions of the tax laws, as they have the right to do so. Off balance sheet adjustments are then made in order to prepare the accompanying financial statements in accordance with the IFRS.

#### c) New Standards, Interpretations and Amendments

The accounting principles applied for the preparation of the interim financial statements are the same with those applied for the preparation of the annual financial statements of the Company and the Group as of 31 December 2010, apart from the adoption of new accounting standards. The Group has fully adopted all IFRS and interpretations which up to the preparation date of the interim financial statements had been adopted by the European Union. The application of those standards according to the International Accounting Standards Board (IASB) was compulsory for the financial period ended on 30 June 2011. Therefore, from 1 January 2011, the Group and the Company adopted certain new standards and amendments of standards as follows:

### **Standards and Interpretations mandatory for 2011**

# - IAS 24 (Amendment) "Related party disclosures" (applied for annual accounting periods beginning on or after 1 January 2011)

The present amendment attempts to relax the disclosures of transactions between government-related entities and to clarify the definition of a related party. Specifically, the obligation of government-related entities to disclose details of all transactions with the government and other government-related entities is repealed, the definition of a related party is clarified and simplified and the amendment also imposes the disclosure not only of the relationships, transactions and balances between related parties but also of the commitments both in the separate and in the consolidated financial statements. The amendment did not affect the Group's and Company's disclosures.

#### IAS 32 (Amendment) "Financial instruments: Presentation"

Applied for annual accounting periods beginning on or after 1 February 2010.

The amendment to IAS 32 clarifies the accounting treatment of several options when the issued instruments are expressed in a currency other than the issuer's operational currency. If such instruments are distributed proportionately to existing shareholders of the issuer for a specific amount of cash, such must be classified as share capital, even if their exercise price is in a currency different than the issuer's operational currency. Specifically, the amendment concerns rights, pre-emptive rights, options for the purchase of a specific number of equity instruments of the economic entity. The amendment did not affect the Financial Statements of the Group and Company.

- **IFRS 1 (Amendment) "First implementation of international financial reporting standards"** - **disclosure on financial instruments (applied for annual accounting periods beginning on or after 1 July 2010)** The present amendment provides, for companies that apply IFRS for the first time, the same transition provisions that are included in the amendment of IFRS 7 as regards to the comparative information concerning disclosures of the new three-level hierarchy of fair value. The specific amendment has no effect on the Group's financial statements as the Group has already made the transition to IFRS.

# - IFRIC 14 (Amendment) "The Limit on a Defined Benefit Asset, Minimum Funding Requirements and

### their Interaction" (applied for annual accounting periods beginning on or after 1 January 2011)

The amendments apply to limited cases: when the entity is subject to a minimum funding requirement and proceeds with an advance payment of contributions to cover such requirements. The amendments allow such an entity to face the benefit from such an advance payment as an asset. The interpretation does not apply to the Group.

# IFRIC 19 "Extinguishing Financial Liabilities with equity instruments"

Applied for annual accounting periods beginning on or after 1 July 2010.

IFRIC 19 refers to the accounting treatment applied by the entity that issues equity instruments to a creditor, in order to settle, in full or in part, a financial liability. The interpretation does not apply to the Group.

# - Amendments to standards that are part of the IASB (International Accounting Standards Board) annual improvement plan for 2010, were published in May 2010.

The effective dates for the amendments vary, however most apply for annual accounting periods beginning on or after 1 January 2011. The standard has not yet been adopted by the E.U. Such amendments were applied by the Group.

# IFRS 1 "First implementation of international financial reporting standards"

The amendments concern: (a) additional disclosures if an entity changes its accounting policies or the application of the exemption of IFRS 1 if it has already published interim financial information according to IAS 34. (b) exemptions when the readjustment base is used as "deemed cost", and (c) exemptions for entities that are subject to a special standard to use the book values as "deemed cost" for tangible or intangible assets according to the previous accounting standards financial statements.

# IFRS 3 "Business Combinations"

The amendments provide additional clarification as regards to: (a) contingent consideration agreements that result from business combinations with acquisition dates prior to the application of IFRS 3 (2008), (b) the calculation of the non-controlling interest, and (c) the accounting treatment of share-based payments that are part of a business combination, including awards based on shares and that were not replaces or indirectly replaced.

# IFRS 7 "Financial Instruments: Disclosures"

The amendments include multiple clarifications regarding the disclosures of financial instruments.

# IAS 1 "Presentation of Financial Statements"

The amendment clarifies that entities may present the analysis of the individual items in total comprehensive income either in the statement of changes in equity or in the notes.

#### IAS 27 "Consolidated and Separate Financial Statements"

The amendment clarifies that the amendments of IAS 21, IAS 28 and IAS 31 that emanate from the revision of IAS 27 (2008) must be applied in the future.

### IFRS 34 "Interim Financial Reporting"

The amendment put the largest emphasis on the disclosure principles that must be applied in relation to significant events and transactions, including the changes regarding fair value measurements, as well as the need to update the relevant information from the most recent annual report.

### IFRS 13 "Customer Loyalty Programs"

The amendment clarifies the definition of the term "fair value", in the context of the measurement of customer loyalty programs.

#### Standards and Interpretations mandatory for financial statements beginning after 1 January 2011

Specific new standards, amendments of standards and interpretations that have been issued and are mandatory for accounting periods beginning during the present period or after. The Company's (and Group's) assessment regarding the effect from the application of the new standards, amendments and interpretations, is presented below.

# - IFRS 9 "Financial instruments" (applied for annual accounting periods beginning on or after 1 January 2013)

IFRS 9 is the first part of the first phase in the plans of IASB (International Accounting Standards Board) to replace IAS 39. The IASB intends to extend IFRS 9 during 2010 in order to add new requirements for the classification and measurement of financial liabilities, the de-recognition of financial instruments, the impairment of value and hedge accounting. IFRS 9 defines that all financial assets are initially measured at fair value plus, in the case of a financial asset not at fair value through the results, specific transaction costs. The subsequent measurement of financial assets takes place either at amortized cost or at fair value and depends on the business model of the economic entity regarding the management of financial assets and the contractual cash flows of the financial asset.

IFRS 9 does not permit reclassifications, except for rare occasions where the entity's business model changes, and in such a case the entity is required to reclassify the affected financial assets in the future. According to the principles of IFRS9, all investments in equity instruments must be measured at fair value. However, management has the option to present realized and unrealized profit and losses from fair value of equity instruments not held for commercial purposes in other comprehensive income. This definition is made during initial recognition for each financial instrument separately and cannot be changed. The fair value profit or losses are not subsequently transferred to the results, while income from dividends will continue to be recognized in the results. IFRS 9 repeals the exception of measurement at cost for non-listed shares and derivatives on non-listed shares, but it provides guidance for when the cost may be considered as a representative estimation of fair value. The Group is currently assessing the effect of IFRS 9 on its financial statements. The standard has not yet been adopted by the EU.

# – IFRS 7 (Amendment) "Financial Instruments: Disclosures" – transfers of financial assets (applied for annual accounting periods beginning on or after 1 July 2011)

The present amendment provides the disclosures for transferred financial assets that have not been fully derecognized as well as for transferred financial assets that have been fully de-recognized but for which the Group has a continued involvement. It also provides guidance on the application of the required disclosures. The standard has not yet been adopted by the E.U.

# - IAS 12 (Amendment) "Income tax" (applied for annual accounting periods beginning on or after 1 January 2012)

The amendment of IAS 12 provides a practical method for the measurement of deferred tax liabilities and deferred tax assets when investment property is measures with the fair value method according to IAS 40 "Investment property". This amendment has not yet been adopted by the European Union.

# IFRS 13 "Fair Value Measurement" (applied for annual accounting periods beginning on or after 1 January 2013)

IFRS 13 provides new guidance relating to the measurement of fair value and the necessary disclosures. The standard's requirements do not extend the use of fair value but provide clarifications for its application in case where the use of fair values is imposed by other standards. IFRS 13 provides an exact definition of fair value as well as guidance referring to the measurement of fair value and the necessary disclosures, regardless of the standard according to which fair values are applied. Moreover, the necessary disclosures have been extended and cover all assets and liabilities measured at fair value and not only financial assets and liabilities. The standards has not yet been adopted by the European Union.

# - Group of standards regarding consolidation and joint arrangements (applied for annual accounting periods beginning on or after 1 January 2013)

The IASB published five new standards regarding consolidation and joint arrangements: IFRS 10, IFRS 11, IFRS 12, IAS 27 (Amendment), IAS 28 (Amendment). These standards are applied in annual accounting periods beginning on or after 1 January 2013. Prior application is permitted only if all five standards are applied at the same time. The standards have not yet been adopted by the European Union.

The basic terms of the standards are the following:

#### **IFRS 10 "Consolidated Financial Statements"**

IFRS 10 replaces all guidance regarding the control and consolidation included in IAS 27 and SIC 12. The new standard changes the definition of control as a definitive factor in order to decide whether an entity should be consolidated or not. The standard provides extensive clarifications that dictate the different manners in which an entity (investor) may control another entity (investment). The revised definition of control focuses on the need for both the right (the ability to direct activities that significantly affect the returns) and the variable returns (positive, negative or both) to be present in order to establish control. The new standard also provides clarification regarding equity rights and protective rights, as well as regarding factoring relations.

#### IFRS 11 "Joint arrangements"

IFRS 11 provides a more realistic treatment of joint arrangements focusing on the rights and obligations, rather on their legal form. The types of arrangements are limited to two: jointly controlled activities and joint ventures. The method of proportionate consolidation is no longer permitted. Those participating in joint ventures are obliged to use the equity consolidation method. The entities that participate in jointly controlled activities apply an accounting treatment similar to that applied currently by those participating in joint venturel assets or jointly controlled activities. The standard also provides clarifications regarding those participating in joint arrangements, without joint control.

#### IFRS 12 "Disclosure of interest in other entities"

IFRS 12 refers to the required disclosures of an entity, including significant judgments and assumptions, which allow readers of the financial statements to evaluate the nature, risks and financial effects related to the participation of the entity in subsidiaries, associates, joint arrangements and structured entities. An entity has the option to proceed with some or all of the above disclosures without the obligation to apply IFRS 12 overall, or IFRS 10 or 11 or the amended IAS 27 or 28.

#### IAS 27 (Amendment) "Separate Financial Statements"

This Standard was published together with IFRS 10 and both standards together replace IAS 27 "Consolidated and Separate Financial Statements". The amended IAS 27 defines the accounting treatment and the required disclosures regarding participations in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. Also, the IASB transferred terms of IAS 28 "Investments in Associates" and IAS 31 "Participations in Joint Ventures" that concern separate financial statements, in IAS 27.

#### IAS 28 (Amendment) "Investments in Associates and Joint Ventures"

IAS 28 "*Investments in Associates and Joint Ventures*" replaces IAS 28 "*Investments in Associates*". The purpose of this Standard is to define the accounting treatment regarding investments in associates and to present the requirements for the application of the equity method during the accounting of investments in associates and joint ventures, as results from the publication of IFRS 11.

#### d) Approval of Financial Statements

The accompanying interim consolidated financial statements were approved by the Board of Directors of the Parent Company on August 26<sup>th</sup> 2011.

#### e) Use of Estimates

The Group makes estimations, assumptions and judgments in order to choose the best accounting principles related to the future evolution of events and transactions. These estimations, assumptions and judgments are continuously assessed in order to reflect current information and risk and are based on the management's experience related to level/volume of transactions or events.

The main assumptions and judgments that may affect the financial statements in the coming 12 months are as follows:

a) Recognition of income from construction contracts: The Group uses the percentage of completion method to recognize revenue from construction contracts, in accordance with IAS 11. According to this method the construction cost as of each balance sheet date is compared to the budgeted total cost of the project in order to determine the percentage of completion of the project.

The cumulated effect of the restatements/reassessments of the total budgeted cost of the projects and the total contractual payment (recognition of work over and above the contract) is recorded in the financial years during which such restatements arise. The total budgeted cost and the total contractual payment of the projects arise from estimation procedures and are reassessed and reviewed at each balance sheet date.

b) Provision for income tax: The provision for income tax according to IAS 12 is calculated with the estimation of taxes to be paid to tax authorities and includes the current income tax for each period and a provision for additional taxes that may occur from tax audits. The final settlement of income tax may differ from the relevant amounts recognized in the financial statements.

c) Provision for environmental rehabilitation: The Group creates a provision against its relevant liabilities for dismantlement of technical equipment of wind parks and environmental rehabilitation, that arise based on the written environmental legislation or by the Group's restrictive practices. The environmental rehabilitation provision reflects the present value (based on an appropriate discount rate), at the balance sheet date of the rehabilitation liability less the estimated recoverable value of material estimated to be dismantled and sold.

d) Valuation of inventories: For the valuation of inventories, the Group estimates according to statistical data and market conditions, the expected sale prices and the finalization and distribution cost of such per category of inventories.

e) Impairment of assets and recovery: The Group performs evaluation of the technological, institutional and financial developments by examining indications of impairment of all assets (fixed, trade and other receivables, financial assets etc.) as well as their recovery. Also, the installation licenses of wind parks that have not been set in operation are subject to an annual impairment review. The establishment of possible impairment requires, among others, estimation of the value in use, which is estimated using the discounted cash flow method. During the application of this method, the Group relies on a series of factors, which include future operating results as well as market data. The estimation of future operating results is based on efficiency estimations of the wind parks according to wind statistical data and historical data on comparable units.

f) Provision for staff indemnities: The Group, according to IAS 19, performs estimations of assumptions based on which the actuarial provision for staff indemnities is calculated.

g) Depreciation of fixed assets: For the calculation of depreciations, the Group reviews the useful economic life and residual value of tangible and intangible fixed assets based on the technological, institutional and financial developments, as well as the experience from their use. h) Acquisition of companies: The Group consolidates all companies it acquires from the date when control on such is acquired. In case where the acquisition depends on the realization of a series of future events – conditions, the company examines whether according to the actual events it has acquired control on the relevant companies. In case of a company acquisition, it is examined whether the acquired company meets the definition of a business according to IFRS 3. A business company usually consists of inflows, procedures that are applied on such inflows and resulting outflows that are used or will be used for the generation of income. In case where a company acquired is assessed not to consist of a complete series of activities and assets with the form of a company, then the acquisition is accounted for as an acquisition of assets and not of a company.

i) Fair value of financial assets and liabilities: The Group applies estimation of the fair value of financial assets and liabilities.

# **3** SUMMARY OF KEY ACCOUNTING PRINCIPLES

The main accounting principles adopted during the preparation of the accompanying interim consolidated and individual financial statements are the following:

#### a) Consolidation Basis

The attached condensed interim consolidated financial statements comprise the condensed interim financial statements of TERNA ENERGY and its subsidiaries. The subsidiary companies in which the Group holds directly or indirectly more than half of the voting rights or has the right to exercise control over their operation have been consolidated. Subsidiaries are consolidated from the date that the Group acquires control over them and cease to be consolidated from the date it no longer has control.

The Group's interests in Joint Ventures, in the cases where they are subject to common control, are consolidated in the consolidated financial statements using the equity consolidation method whereby the Group's share of each of the assets, liabilities, income and expenses of a jointly controlled entity is included in the Group's financial statements.

Intra-group transactions and balances have been cancelled-out in the attached consolidated financial statements. Whenever required the accounting principles of the subsidiaries have been amended in order to ensure consistency with the accounting principles adopted by the Group.

### b) Investments in Associates

Includes companies in which the Group exercises significant influence however they are not subsidiaries or joint ventures. The Group's participating interests are recorded using the equity method. According to this method the participating interest in the associate company is carried at acquisition cost plus any change in the percentage of its equity held by the Group, less any provisions for impairment. The consolidated income statement shows the Group's share in the associate's results, while the amounts recorded by the associates directly in their equity, are recognized directly in Group's equity.

#### c) Investments and other (non-derivative) financial assets

Financial assets that fall under the provisions of IAS 39 and are governed by them are classified according to their nature and characteristics into one of the following four categories:

- (i) Investments available for sale
- (ii) Receivables and loans
- (iii) Financial assets at fair value through the profit or loss
- (iv) Investments held to maturity

Initially they are recognized at acquisition cost, which represents the fair value plus, in some cases, the direct transaction and acquisition expenses.

The classification of the above financial assets is made upon their initial recognition and wherever permitted it is reviewed and reassessed on a periodic basis.

#### (i) Investments available for sale

Financial assets (non-derivative) that cannot be classified in any of the above categories are designated and classified as investment available for sale. After the initial recognition, available for sale investments are registered in other comprehensive income. Upon sale or write-off or impairment of the investment the accumulated gains or losses are included in the profit or loss.

#### (ii) Receivables and loans

Receivables and loans created by the activities of the Group (and which fall outside the usual credit limits) are valued at net amortized cost using the effective interest rate method. Gains or losses are recorded in the profit or loss when the relevant amounts are written-off or suffer impairment as well as through the amortization process.

### (iii) Financial assets at fair value through the profit and loss

This relates to the trading portfolio and comprises investments acquired with a view to liquidate them in the near future. Gains or losses from the valuation of such assets are recorded in the profit or loss.

#### (iv) Investments held to maturity

Financial assets (non-derivative) with defined flows and defined maturity are classified as held to maturity when the company is willing and able to retain them until their maturity. Investments held indefinitely or for a predetermined period cannot be classified in this category. Held to maturity investments are valued, after the initial recording, at net amortized cost using the effective interest rate method. Gains or losses are recorded in the profit or loss when the relevant amounts are written-off or suffer impairment as well as through the amortization process.

The current value of such investments that are traded in an organized exchange is derived by the exchange value of the investment at the closing date. As regards investments that are not traded in an active market, their fair value is calculated on the basis of relevant valuation techniques.

These techniques are based on recent arm's-length investment transactions, with reference to the exchange value of another investment with characteristics similar to the investment valued, discounted cash-flow analysis and investment valuation models.

#### d) Financial Instruments and Risk Management

Non-derivative financial assets and liabilities in the balance sheet include cash balances, receivables, participations bank loans and other short and long-term liabilities. The Company does not use derivative financial products. The accounting principles for the recognition and measurement of these items are mentioned in the respective accounting principles, which are presented in this Note. Financial instruments are disclosed as receivables, liabilities or equity based on the substance and the contents of the relevant contracts from which they stem. Interest, dividends, gains and losses resulting from the financial instruments that are classified as receivables or liabilities are accounted for as expenses or income respectively. The distribution of dividends to shareholders is accounted for directly through equity. Financial instruments are netted-off when the Company, according to the law, has this legal right and intends to set them off (against each other) on a net basis or to recover the asset and net the liability off at the same time. Financial risk management aims to minimize possible negative effects and specifically:

#### • Interest rate risk and exchange rate risk

The Company's bank loans are denominated in euro and are subject to variable and fixed interest rates. The Company does not use derivative instruments in order to reduce its exposure to interest rate risk. The Management of the Company follows the development of interest rates and exchange rates and takes the necessary measures to reduce the risk.

#### • Fair Value

The amounts appearing in the attached Statement of Financial Position for cash balances, short-term receivables and other short-term liabilities approximate their respective real values due to their short-term nature. The fair value of short-term bank loans does not differ from their accounting value due to the use of variable interest rates.

### • Credit Risk Concentration

A substantial part of trade receivables in general relate to agencies and entities of the Public sector with which there is no credit risk, per se. Furthermore, the total income from the energy sector is derived from two Public sector companies.

Regarding receivables from the private sector, the Group policy is to seek business with customers of satisfactory credit standing while the constant aim is to resolve any resulting differences within a amicable settlement context.

#### • Market Risk

The Group has not entered into contracts in order to hedge the market risk arising from its exposure to fluctuations in the prices of raw materials used in the production process.

#### (e) Operation and Presentation Currency and Foreign Exchange Conversion:

The euro is the currency of operation and presentation of the Group and its Greek subsidiaries. Transactions in other currencies are converted into euro using the exchange rates in effect at the date of the transaction. At the date of compilation of the financial statements the monetary asset and liability items that are denominated in other currencies are adjusted so as to reflect the current exchange rates.

The profits and losses resulting from the end-of-year valuation of monetary items in foreign currencies are reflected in the attached consolidated income statement. The profits or losses resulting from transactions are also reflected in the consolidated income statement.

The currency of operation of the foreign subsidiaries of the Group is the official currency of the country each subsidiary operates in. Accordingly, at each reporting period all the accounts of the Statement of Financial Position of subsidiaries are converted into euro using the exchange rate in effect at the balance sheet date. Income and expenses are converted using the weighted average rate in effect during the year.

The resulting exchange differences from the valuation of foreign subsidiaries as described above are presented in the Statement of Comprehensive Income. Upon sale or disposal of a foreign subsidiary the cumulated exchange differences described above are recorded in the profit and loss account.

#### f) Intangible Assets

Intangible assets consist of rights for use of forestry land, where Wind Parks are installed, purchased Wind Park licenses and software acquisition costs. The right of use of forestry land, where Wind Parks are installed, includes the related acquisition costs less accumulated amortization and possible impairment.

The value of software includes the acquisition cost and all expenses incurred to develop the software in order to bring it to operating condition less accumulated amortization and possible impairment. Significant subsequent expenses are capitalized when such increase the software's capacity after initial specifications.

Amortization of licenses and on the rights of use for land where Wind Parks are installed is accounted for, using the straight-line method over the duration of the contractual right for the production of energy (approximately 20 years), beginning from the period when each Wind Park starts operating. Amortization of software is accounted for based on the straight-line method over 3 years. The amortization of all the aforementioned items is included in the income statement.

#### g) Income recognition

Income is recognized to the extent that it is probable that economic benefits will result for the Group and that the relevant amounts can be accurately measured. The following specific recognition criteria must also be met for the recognition of income.

#### *(i)* Income from construction activities

Construction subsidiaries and joint-ventures recognize income from construction contracts in their accounting books based on amounts invoiced to customers, which result from the relevant partial certifications of work completed that are issued by the responsible engineers and correspond to the work completed up to the closing date. For reasons of compliance with the IFRS income from construction activity is accounted for in the attached consolidated financial statements using the percentage-of-completion method in accordance with the provisions of IAS 11 "Construction Contracts".

According to the percentage-of-completion method the construction costs incurred up to the reporting date are compared to the total estimated cost of the project in order to determine the percentage of the project that has been completed. This percentage is applied to the total revised contract price in order to determine the cumulated income from the project, based on which the invoiced income to date is revised. The cumulated effect of the revisions of the total estimated construction cost and the total contract price are accounted for during the accounting periods in which they arise. In the cases of contracts where it is forecast that the total estimated cost will exceed the total contract price, the entire loss is recognized in the year during which the loss-making events become probable.

Non-invoiced accrued income relates to income recognized on the basis of the method described above that has not yet been invoiced. Non-accrued income comprises amounts invoiced up to the balance sheet date over and above the income calculated using the percentage-of-completion method.

Project execution down payments represent amounts received by the Group upon signing the relevant contracts and are proportionally netted-off with the partial invoicing. The remaining amount appears as a liability in the attached financial statements.

### (ii) Sale of goods

Revenue from the sale of goods, net of trade discounts, sales incentive discounts and the corresponding VAT, is recognized when the significant risks and benefits from ownership of the goods have been transferred to the buyer.

### (iii) Revenue from the sale of Electric Energy

Revenue from the sale of Electric Energy is accounted for in the year in which it accrues. Revenue from sales of electric energy to DESMHE or any other buyer that have not yet been invoiced is recognized as accrued non-invoiced income in the financial statements.

(iv) Rent Revenue

Rent revenue is recognized using the straight-line method, according to the terms of the lease.

### (v) Dividends

Dividends are accounted for when the right to receive them has been finalized by the shareholders by virtue of a General Meeting resolution.

(vi) Interest

Interest income is recognized on an accruals basis.

#### h) Tangible Fixed Assets

The Group has valued certain land, buildings, machinery and vehicles at fair value on January 1<sup>st</sup>, 2004 and these fair values have been used as implied cost at the date of transition to IFRS. The resulting surplus was credited to the profits carried forward account. The remaining land, buildings, machinery and vehicles are measured at purchase cost less accumulated depreciation and any provisions for impairment.

Repairs and maintenance are booked as expenses during the year in which they are incurred. Significant improvements are capitalized in the cost of the respective fixed assets provided that they augment the useful economic life, increase the production level or improve the efficiency of the respective fixed assets.

Tangible fixed asset items are eliminated from the balance sheet on disposal or withdrawal or when no further economic benefits are expected from their continued use. Gains or losses resulting from the elimination of an asset from the balance sheet are included in the income statement of the financial year in which the fixed asset in question is eliminated.

Fixed assets under construction include fixed assets that are work in progress and reflect their cost. Fixed assets under construction are not depreciated until the asset is completed and put into operation.

#### i) Depreciation

Depreciation is calculated according to the straight-line method using rates that approximate the relevant useful economic lives of the respective assets. The useful economic lives per fixed asset category are as follows:

Asset Category	Years
Buildings and technical installations	8-30
Machinery and Technical Installations	3-20
Vehicles	5-12
Fixtures and Other Equipment	3-12

### j) Impairment of the Value of Fixed Assets

The book values of licenses of Wind Parks that are not yet in operation and of intangible assets with an indefinite life are reviewed for impairment purposes on an annual basis. Other long-term assets are reviewed for impairment purposes when facts or changes in circumstances imply that the book value may not be recoverable. When the book value of an asset exceeds its recoverable amount, the respective impairment loss is registered in the income statement. The recoverable amount is defined as the largest value between the net estimated sales price and the value in use. The net sales value is the plausible income from the sale of an asset in the context of an arm's-length transaction, in which all parties have full knowledge and willingness, after the deduction of each additional direct sales cost for the asset. The acquisition cost consists of the net present value of future estimated cash flows expected to occur from the continuous use of the asset and from the income expected to arise from its sale at the end of its estimated useful economic life. In order to determine the impairment, the asset items are grouped at the lowest level for which cash flows can be recognized separately.

A reversal of an impairment loss for the value of assets accounted for in previous years, takes place only when there are sufficient indications that such an impairment no longer exists or it has been reduced. In these cases the above reversal is treated as income.

The Management assesses that there is no case of impairment of the Group's fixed assets and thus a calculation of the assets' recoverable amounts has not been made.

#### k) Investment property

Investments in property are those held for rent income or capital gain and are valued at their fair value that is based on market value, that is to say the amount the property is likely to be sold at the date of a transaction. The assessment, when necessary, is made by external professional evaluators. Profits or losses that arise from changes in the real value of investments in property are included in the income statement of the period during which they arise. Repairs and maintenance are recorded as expenses in the year in which they are incurred. Material subsequent expenses are capitalized when they augment the useful economic life of the buildings, their productive capacity or reduce their operation cost. Investment properties are eliminated from the accounts upon sale. All gains or losses resulting from the sale of a property are included in the income statement of the year during which it was sold. Investment property under construction are recorded at cost value as tangible assets till their completion and then are transferred to investment property account.

#### l) Inventories

Inventories comprise machinery parts and raw and auxiliary materials of Wind Parks. Inventories are valued at the lower of cost and net realizable value. The cost of raw materials, semi-finished and finished products is defined based on the weighted average method.

The cost of finished and semi-finished products includes all the realized expenses in order for them to reach the current point of storing and processing and consists of raw materials, labor costs, general industrial expenses and other costs that directly relate to the purchase of materials. The net realizable value of finished products is their estimated selling price during the Group's normal course of business less the estimated costs for their completion and the estimated necessary costs for their sale. The net realizable value of raw materials is their estimated replacement cost during the normal course of business. A provision for impairment is made if it is deemed necessary.

#### m) Receivables Accounts

Short-term receivables are accounted for at their nominal value less the provisions for doubtful receivables, while long-term receivables are valued at net amortized cost based on the effective interest rate method. At each reporting period all overdue or doubtful receivables are reviewed in order to determine the necessity for a provision for doubtful receivables. The balance of the specific provision for doubtful receivables is appropriately adjusted at each balance sheet date in order to reflect the estimated relevant risks. Each write-off of customer balances is debited to the existing provision for doubtful receivables.

#### n) Cash and Cash Equivalents

The Group considers time deposits and other highly liquid investments with a maturity less than three months, as cash and cash equivalents, as well as time deposits with a maturity over three months, which however include the right for early liquidation with no loss of capital.

For the preparation of the cash flow statements, cash and cash equivalents consist of cash, deposits in banks and cash and cash equivalents as defined above.

### o) Loan liabilities

All long-term and short-term loan liabilities are initially booked at cost, which is the actual value of the received payment less the issuance expenses related to the loan. After the initial recording, interest-bearing loans, except for loans classified as financial liabilities at fair value through the results, are valued at amortized cost using the effective interest rate method. The amortized cost is calculated after taking into account the issuance expenses and the differences between the initial amount and the amount at maturity. Profits and losses are registered in the net profit or loss when the liabilities are written off or impaired and through the amortization procedure.

The interest on loans is recognized as an expense in the period such arise according to the accrual principle, apart for loan interest that is allocated directly or indirectly to the acquisition or construction of selective tangible assets, which are capitalized during the period that is required to construct the assets and until such are ready for use. The Group classifies loans with embedded derivatives, whose financial characteristics are not linked closely with the loan agreement, as financial liabilities at fair value through the results during their initial recognition.

### p) Provisions for Staff Retirement Indemnities

According to the provisions of L2112/20, the Group reimburses its retiring or dismissed employees, and the amount of the relevant indemnities depends on the years of service, the level of wages and the reason for exit from employment (dismissal or retirement). The liabilities for staff retirement indemnities are calculated using the discounted value of future benefits that have accrued at the end of the year, based on the recognition of the employees' benefit rights during the duration of their expected working years.

The above liabilities are calculated based on the financial and actuarial assumptions and are defined using the projected unit method of actuarial valuation. Net retirement costs for the period are included in the attached income statement and consist of the present value of benefits that have accrued during the year, the interest on the benefits' liability, the cost of prior service, the actuarial profit or loss and any other additional retirement costs. The prior service costs are recognized on a straight-line basis over the average period during which access to the program's benefits is earned. The liabilities for retirement benefits are not financed. As at the 1<sup>st</sup> of January 2004 (transition date to IFRS and compilation of initial Balance Sheet) the Group, applying the exemptions provided for by IFRS 1 for the first-time application of the IFRS, recognized the total actuarial losses that had accumulated as of the 1<sup>st</sup> of January 2004. During the compilation of subsequent financial statements TERNA, applying the general provisions of IAS 19, followed the "margin" method for the recognition of accumulated actuarial losses/profits.

Actuarial profits and losses are registered as income or expenses when the accumulated actuarial profit or losses for each program separately exceed 10% of the largest value between the liability of the defined benefit and the actual value of the program's assets. These profits or losses are systematically recorded during the expected average remaining working life of employees participating in the plans.

#### q) Government Pension Plans

The staff of the Group is mainly covered by the main Government Social Security Fund for the private sector (IKA) and which provides pension and medical-pharmaceutical benefits. Each employee is required to contribute part of his/her monthly salary to the fund, while part of the total contribution is covered by the Group. At the time of retirement, the pension fund is responsible for the payment of retirement benefits to the employees. Consequently, the Group has no legal or constructive obligation for the payment of future benefits according to this plan.

#### r) Income Tax (Current and Deferred)

Current and deferred taxes are calculated based on the financial statements of each of the companies included in the consolidated financial statements, according to the tax regulation effective in Greece or other tax frameworks under which the foreign subsidiaries operate. Income tax is calculated based on the earnings of each company as such are reformed on the companies' tax reports, on additional income taxes emerging from the Tax Authorities' tax audits and on deferred income taxes based on the enacted tax rates.

Deferred income tax is calculated using the liability method on all temporary differences between the tax base and the book value of assets and liabilities on the balance sheet date. Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax receivables are recognized for all the exempt temporary differences and transferable tax losses, to the extent that it is likely that there will be available taxable earnings, which will be set against the exempt temporary differences and the transferable unused tax losses.

The deferred tax assets are estimated during each reporting period and are reduced to the degree that it is not considered likely that there will be adequate taxable earnings against which part or the total of receivables from deferred income taxes may be used.

Deferred tax assets and liabilities are calculated according to the tax rates that are expected to be in effect during the financial year when the asset will be realized or the liability will be settled, and are based on the tax rates (and tax regulations) that are effective or enacted during the reporting period.

Income tax that relates to items, which have been recognized in other comprehensive income, is directly recorded in other comprehensive income and not in the consolidated income statement.

### s) Finance and Operating Leases

Finance leases, which essentially transfer to the Group all the risks and returns related to the leased fixed asset, are capitalized during the inception of the lease based on the leased asset's fair value or, if it is lower, on the present value of the minimal leases. Payments for finance leases are allocated between the financial expenses and the reduction of the financing liability, in order to achieve a fixed interest rate on the remaining portion of the liability.

The financial expenses are debited directly to the results. Capitalized leased fixed assets are depreciated with the straight-line method based on the estimated useful life of the asset. Leases where the lessor maintains all the risks and returns related to ownership of the fixed asset, are recorded as operating leases. The payments of operating leases are recognized as an expense in the income statement on a constant basis for the duration of the lease.

#### t) Government Grants

Government grants relating to subsidies of tangible fixed assets are recognized when there is reasonable certainty that the grant will be received and all relevant terms will be met. These government grants are recorded in a deferred income account and are transferred to the income statement in equal annual installments based on the expected useful life of the asset that was subsidized, as a reduction to the relevant depreciation expense. When the grant relates to an expense it is recognized, as income during the period deemed necessary to match the grant on a systematic basis with the expenses it is meant to reimburse.

#### u) Provisions, Contingent Liabilities and Contingent Receivables

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is possible that a transfer of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The provisions are reviewed during each reporting period and are adjusted in order to reflect the present value of expenses that are deemed necessary for the settlement of the liability. If the effect of the time value of money is significant, then provisions are calculated by discounting the expected future cash flows with a pre-tax rate, which reflects the market's current estimations for the time value of money, and wherever considered necessary, the risks related specifically to the obligation. Contingent liabilities are not recognized in the consolidated financial statements but are disclosed, unless the probability of an outflow of economic benefits is small. Contingent assets are not recognized in the consolidated financial benefits is likely.

#### v) Provision for wind park dismantlement and rehabilitation of environment

The Group forms provisions for the dismantlement of power generators from wind parks and the rehabilitations of environment. These provisions reflect the present value, during the reporting period, of the estimated cost, reduced by the estimated residual value of recoverable materials. The provisions are re-examined on each reporting date of the statement of financial position and are adjusted in order to reflect the present value of the expense that is expected to be cashed for the settlement of liability for dismantlement and rehabilitation.

The relevant provision is recorded increasingly of the cost value of wind power generators and is depreciated based on the straight line during a 20-year period in which the contract for the production of energy lasts. The depreciationexpense of the capitalized expenses for dismantlement and rehabilitation is included in the income statements together with the depreciations of wind parks.

Any changes of estimations regarding the estimated cost or the discount rate are added or deducted respectively from the cost of the asset. The discounting effect of estimated cost is recorded in income statements as interest expense.

#### w) Earnings per Share

Basic earnings per share (EPS) are calculated by dividing net earnings with the average weighted number of common shares that are outstanding during each year, with the exception of the average common shares acquired by the Group as treasury-shares.

Earnings per share are calculated by dividing the net earnings attributed to shareholders by the weighted average number of shares outstanding during the year.

#### x) Acquisition of non-controlling interests

The Group records its transaction with non-controlling interests as transactions with owners. In case of a minority acquisition in subsidiaries, the possible difference between the acquisition cost and the book value of the non-controlling interest, is recognized in the statement of changes in equity.

## **4 GROUP STRUCTURE**

The participations in subsidiaries, associates and joint ventures on 30.6.2011 are as follows:

#### A) Subsidiaries of TERNA ENERGY SA

#### i) Subsidiaries, with the legal form of a Société Anonyme or Limited Liability Company:

The parent company TERNA ENERGY SA has been audited by the tax authorities until the fiscal year 2008 included. During the preparation date of the accompanying interim financial statements, the tax un-audited fiscal years of the Group's companies are as follows:

	<b>Participation Percentage</b>			Tax Un-
Company Name	30/6/2011 31/12/2010		Activity	audited Years
1. IWECO CHONOS LASITHIOU CRETE SA	100%	100%	Production of El. Energy from RES	1
2. ENERGIAKI SERVOUNIOU SA	100%	100%	Production of El. Energy from RES	1
3. TERNA ENERGY EVROU SA	100%	100%	Production of El. Energy from RES	1
4. PPC RENEWABLES – TERNA ENERGY S.A.	51%	51%	Production of El. Energy from RES	1
5. AIOLIKI PANORAMATOS S.A.	100%	100%	Production of El. Energy from RES	1
6.AIOLIKI RACHOULAS DERVENOCHORION S.A.	100%	100%	Production of El. Energy from RES	1
7.ENERGEIAKI DERVENOHORION S.A.	100%	100%	Production of El. Energy from RES	1

Semi-Annual Financial Report for the period from 1 January to 30 June 2011
(Amounts in thousands Euro, unless stated otherwise)

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	Participation Percentage			Tax Un-
<b>Company Name</b>	30/6/2011	31/12/2010	Activity	audited Years
8. AIOLIKI MALEA LAKONIAS S.A.	100%	100%	Production of El. Energy from RES	1
9. ENERGEIAKI FERRON EVROU S.A	100%	100%	Production of El. Energy from RES	1
10.AIOLIKIDERVENITRAIANOUPOLEOS S.A.	100%	100%	Production of El. Energy from RES	1
11. ENERGEIAKI PELOPONNISOU S.A.	100%	100%	Production of El. Energy from RES	1
12. ENERGEIAKI NEAPOLEOS LAKONIAS S.A.	100%	100%	Production of El. Energy from RES	1
13. AIOLIKI ILIOKASTROU S.A.	100%	100%	Production of El. Energy from RES	1
14. EUROWIND S.A.	100%	100%	Production of El. Energy from RES	1
15. ENERGIAKI XIROVOUNIOU S.A.	100%	100%	Production of El. Energy from RES	1
16. DELTA AXIOU ENERGEIAKI S.A.	51%	51%	Production of El. Energy from RES	1
17. TERNA ENERGY THAASSIA WIND PARKS S.A.	77%	-	Production of El. Energy from RES	1
18. TERNA ENERGY WIND PARKS XIROKAMPOS AKRATAS S.A.	77%	-	Production of El. Energy from RES	1
19. TERNA ENERGY WIND PARKS PYRGAKI MAKRYRACHI KALLIEON S.A.	77%	-	Production of El. Energy from RES	1
20. TERNA ENERGY WIND PARKS SOTIRA - ANALIPSI - DRAGONERA XYLOKASTROU S.A.	77%	-	Production of El. Energy from RES	1
21. TERNA ENERGY WIND PARKS PROFITIS ILIAS - POULAGEZA SOLYGEIAS S.A.	77%	-	Production of El. Energy from RES	1
22. TERNA ENERGY WIND PARKS TSOUMANOLAKKA - PYRGOS KALLIOEN & YPATIS S.A.	77%	-	Production of El. Energy from RES	1
23. TERNA ENERGY WIND PARKS DENTROULI MUNICIPALITY DOMNISTAS S.A.	77%	-	Production of El. Energy from RES	1
24. TERNA ENERGY WIND PARKS OROPEDIO EYROSTINIS - D. EYROSTINIS CORINTH PREFECTURE	77%	-	Production of El. Energy from RES	1

Semi-Annual Financial Report for the period from 1 January to 30 June 2011
(Amounts in thousands Euro, unless stated otherwise)

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	Participation Percentage			Tax Un-	
Company Name	30/6/2011	31/12/2010	Activity	audited Years	
S.A.					
25. TERNA ENERGY WIND PARKS			Production of El. Energy		
KALIAKOUDAS - D. POTAMIAS	77%	-	from RES	1	
EYRYTANIA S.A.					
26. TERNA ENERGY WIND PARKS			Production of El. Energy		
CHELIDONAS - D. POTAMIAS	77%	-	from RES	1	
EYRYTANIAS S.A.					
27. TERNA ENERGY HYDROELECTRIC	77%		Production of El. Energy	1	
MYIS SARANTAPOROU S.A.	/ / 70	-	from RES	1	
28. TERNA ENERGY HYDROELECTRIC	77%		Production of El. Energy	1	
MYIS LEPTOMAKARIAS S.A.	//70	-	from RES	1	
29. TERNA ENERGY HYDROELECTRIC	77%		Production of El. Energy	1	
MYIS ARKOUDORREMA S.A.	//70	-	from RES	1	
30. VATHYCHORI PERIVALLONTIKI	100%		Production of El. Energy	1	
S.A.	100%	-	from RES	1	
31. VATHYCHORI ENA	100%		Production of El. Energy	1	
PHOTOVOLTAIC S.A.	100%	-	from RES	1	
	100%	100%		6	
32. GP ENERGY LTD			Trade of Electric Energy		
	100%	100%	Production of El. Energy	3	
33. EOL TECHNICS CONSULT SRL			from RES		
	100%	100%	Production of El. Energy	3	
34.TERNA ENERGY OVERSEAS LTD			from RES		
	100%	100%	Production of El. Energy	3	
35. EOLOS POLSKA SPZO			from RES		
	61%	61%	Production of El. Energy	3	
36. EOLOS NOWOGRODZEC SPZOO			from RES		
37. TERNA ENERGY NETHERLANDS	100%	100%	Production of El. Energy	2	
BV			from RES		
	100%	100%	Production of El. Energy	2	
38. HAOS INVEST 1 EAD			from RES		
	100%	100%	Trade of Electric Energy	2	
39. VALUE PLUS LTD			equipment		
40. GALLETTE LTD	100%	100%	Holdings	3	
	100%	100%		3	
41. AIOLOS LUX S.A.R.L	100/0	10070	Holdings		
	100%	100%	Production of El. Energy	2	
42.ECO ENERGY DOBRICH 2 EOOD			from RES		
	100%	100%	Production of El. Energy	2	
43.ECO ENERGY DOBRICH 3 EOOD			from RES		
	100%	100%	Production of El. Energy	2	
44.ECO ENERGY DOBRICH 4 EOOD		•	from RES		

Semi-Annual Financial Report for the period from 1 January to 30 June 2011
(Amounts in thousands Euro, unless stated otherwise)

	Participatio	on Percentage		Tax Un-
<b>Company Name</b>	30/6/2011 31/12/2010		Activity	audited Years
45. COLD SPRINGS WINDFARM LLC	100%	-	Production of El. Energy from RES	1
46.DESERT MEADOW WINDFARM LLC	100%	-	Production of El. Energy from RES	1
47.HAMMETTHILL WINDFARM LLC	100%	-	Production of El. Energy from RES	1
48. MAINLINE WINDFARM LLC	100%	-	Production of El. Energy from RES	1
49. RYEGRASS WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
50. TWO PONDS WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
51. MOUNTAIN AIR WIND. LLC	100%	-	Production of El. Energy from RES	1
52. HIGH PLATEAU WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
53. MULE HOLLOW WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
54. PINE CITY WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
55.LOWER RIDGE WINDFARM. LLC	100%	-	Production of El. Energy from RES	1
56. TERNA ENERGY USA HOLDING CORPORATION	100%	-	Holdings	1
57. TERNA ENERGY TRANSATLANTIC SPZOO	100%	-	Holdings	1

During the 1<sup>st</sup> half of 2011 the Group, in the context of its expansion in the global market, entered an agreement for the acquisition of the companies numbered 43 to 53 in the above table, which are based in the United States of America and own Wind Parks under development with a total capacity of 178 MW. The agreement is valid under a series of conditions and is expected to be completed within 12 months.

During the same period, the 100% subsidiary TERNA ENERGY USA HOLDING was established, which is based in the United States of America and whose basic activity is the participation in companies that construct and manage renewable energy sources, while also during the same period the 100% subsidiary TERNA ENERGY TRANSATLANTIC was also established and is based in Poland with the basic activity of participating in companies that construct and manage renewable energy sources.

On 28.1.2011 the 77% of shares of companies numbered 17 to 29 in the above table was acquired. The latter companies are based in Greece and their basic activity is the construction and management of renewable energy sources.

Finally, during the 1<sup>st</sup> half of 2011, the Group acquired the company VATHYCHORI PERIVALLONTIKI S.A., whose basic activity is the participation in renewable energy sources construction and management companies. Through the above acquisition, the Group acquired the company VATHICHORI ENA PHOTOVOLTAIC, the basic activity of which is the construction and management of renewable energy sources.

## ii) Subsidiaries with the form of a General Partnership (G.P.)

	Particinati	on Percentage		Tax Un-
Company Name	30/6/2011	31/12/2010	Activity	audited Years
1. TERNA ENERGY SA & SIA			Production of El.	
AIOLIKI POLYKASTROU GP	100%	100%	Energy from RES	4
2. TERNA ENERGY SA & SIA			Dec 1 of an of F1	
ENERGEIAKI VELANIDION			Production of El.	
LAKONIA GP	100%	100%	Energy from RES	4
3. TERNA ENERGY SA & SIA			Production of El.	
ENERGEIAKI DYSTION EVIA GP	100%	100%	Energy from RES	4
4. TERNA ENERGY SA & SIA			Production of El.	
AIOLIKI PASTRA ATTICA GP	100%	100%	Energy from RES	4
			Production of El.	
5. TERNA ENERGY SA & SIA				
AIOLIKI KARYSTIAS EVIA GP	100%	100%	Energy from RES	4
6. TERNA ENERGY SA & SIA			Production of El.	
ENERGEIAKI ARI SAPPON GP	100%	100%	Energy from RES	4
7. TERNA ENERGY SA & SIA			Production of El.	
AIOLIKI EASTERN GREECE GP	100%	100%	Energy from RES	4
8. TERNA ENERGY SA & SIA			Production of El.	
AIOLIKI MARMARIOU EVIA GP	100%	100%	Energy from RES	4
9. TERNA ENERGY SA & SIA			Production of El.	
ENERGEIAKI PETRION EVIA GP	100%	100%	Energy from RES	4
10. TERNA ENERGY SA & SIA				
AIOLIKI ROKANI			Production of El.	
DERVENOCHORION GP	99%	99%	Energy from RES	4
11. TERNA ENERGY SA & SIA			Production of El.	
ENERGEIAKI STYRON EVIA GP	100%	100%	Energy from RES	4
			Dec 1 of the CE1	
12. TERNA ENERGY SA & SIA			Production of El.	
ENERGEIAKI KAFIREOS EVIA GP	100%	100%	Energy from RES	4
13. TERNA ENERGY SA & SIA			Production of El.	
AIOLIKI PROVATA			Energy from RES	
TRAIANOUPOLEOS	100%	100%	Energy nom KES	4
14. TERNA ENERGY SA VECTOR			Production of El.	
WIND PARKS GREECE - WIND PARK			Energy from RES	
TROULOS G.P.	90%	-	LIGIES HOIII KES	1

On 11.2.2011 the General Partnership TERNA ENERGY SA VECTOR WIND PARKS GREECE – WIND PARK TROULOS G.P. was established, whose basic activity is the construction and management of renewable energy sources.

#### B) Joint ventures of TERNA ENERGY SA consolidated with the proportionate method

#### ι) Joint Ventures

	Company Name	Participation Percentage 2011 and 2010 %	Tax un-audited fiscal years
1	J/V ENVAGELISMOU, PROJECT C'	50.00	8
2	J/V TERNA ENERGY – TSAMPR. DRAMAS HOSPITAL	40.00	8
3	J/V EPL DRAMAS	24.00	8
4	J/V K. MANIOTIS - TERNA - TERNA ENERGY	37.50	8
5	J/V/ EMBEDOS – PANTECHNIKI - TERNA ENERGY	50.10	4
6	J/V THEMELI - TERNA ENERGY - TERNA SA IMPREGILO SPA	40.00	4
7	J/V EKTER - TERNA - ATHONIKI SA	31.00	4
8	J/V/ KL. ROUTSIS - TERNA ENERGY ABETE	50.00	4

#### ii) General Partnerships (GP) and Limited Partnerships (LP)

		Participation	n Percentage		
Company Name	Establishm ent	31/3/2011	31/12/2010	Activity	Tax Un- audited Years
1. TERNA ENERGY SA - M.E.L. MACEDONIAN PAPER COMPANY SA & SIA CO- PRODUCTION GP	12.02.2001	50%	50%	Construction/ Operation of co- production unit of electricity for serving of needs of MEL	5
2. TERNA ENERGY SA & SIA LP	24.05.2000	70%	70%	Completion of construction works of section Kakavia – Kalpaki	5

The above company No. 1 is currently inactive. The company No. 2 had essentially completed the aforementioned project from 2003.

All aforementioned companies and joint ventures have been established in Greece, except for GP ENERGY LTD and HAOS INVEST 1EAD, ECO ENERGY DOBRICH 2, ECO ENERGY DOBRICH 3 and ECO ENERGY DOBRICH 4 which have been established in Bulgaria, EOL TECHICHS CONSULT SRL established in Romania, TERNA ENERGY OVERSEAS LTD, VALUE PLUS LTD and GALLETTE LTD established in Cyprus, EOLOS POLSKA Spzoo, EOLOS NOWOGRODZEC Spzoo and TERNA ENERGY TRANSATLANTIC Spzoo, which were established in Poland, TERNA ENERGY NETHERLANDS, which was established in Holland, AIOLOS LUX S.A.R.L. that was established in Luxembourg and the companies COLD SPRINGS WINDFARM LLC, DESERT MEADOW WINDFARM LLC, HAMMETT HILL WINDFARM LLC, MAINLINE WINDFARM LLC, RYEGRASS WINDFARM LLC, TWO PONDS WINDFARM LLC, MOUNTAIN AIR WIND LLC, HIGH PLATEAU WINDFARM LLC, MULE HOLLOW WINDFARM LLC, PINE CITY WINDFARM LLC, LOWER RIDGE WINDFARM LLC, TERNA ENERGY USA HOLDING CORPORATION, which were established in the United States of America.

#### C) Associates of TERNA ENERGY SA

Company Name	Domicile		ipation 1tage% 2010	Consolidation Method	Tax un-audited fiscal years
Renewable Energy Center RES Cyclades SA *	Greece	45	45	Equity	1
EN.ER.MEL. S.A.	Greece	48	-	Equity	1

\* Participation through IWECO CHONOS LASITHIOU CRETE S.A.

## **5 OPERATING SEGMENTS**

An operating sector is a component of an economic entity: a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses that concern transactions with other components of the same economic entity) and, b) whose operating results are regularly reviewed by the chief operating decision maker of the entity to make decisions about resources to be allocated to the segment and assess of its performance. The term "chief operating decision maker" defines the function of the Group that is responsible for the allocation of resources and the assessment of the economic entity's operating segments. For the application of IFRS 8, this function is assigned to the Managing Director (Chief Executive Officer).

The economic entity presents separately the information on each operating segment that fulfils certain criteria of characteristics and exceeds certain quantitative limits.

The amount of each element of the segment is that which is presented to the chief operating decision maker with regard to the allocation of resources to the segment and the evaluation of its performance.

The above information is presented in the accompanying consolidated statement of financial position and statement of comprehensive income according to the IFRS, whereas previously recorded operating segments –as presented in the financial statements of the previous period- require no modifications. The Group recognizes the following operating segments that must be reported, whereas no other segments exist that could be incorporated in the "other segments" category.

Construction: Refers, almost exclusively, to contracts for the construction of technical projects.

<u>Electricity from renewable sources of energy</u>: Refers, mainly, to the electricity production from wind generators (wind parks) and secondly from hydroelectric plants.

In line with the application of the revised standard, the Group allocates –whenever such allocation is not possible to be made directly- all assets and liabilities per segment as well as the corresponding income and expenses for the period, such as financial results and income tax.

Apart from the income tax receivables that can be allocated directly to the corresponding segment, the allocation of the income tax expense, liabilities and other receivables is based on the financial results of each segment for the period.

Semi-Annual Financial Report for the period from 1 January to 30 June 2011

(Amounts in thousand Euro, unless stated otherwise)

Business segments 30.6.2011	Construction	Electricity from renewable energy sources	Consolidation Write-offs	Total Consolidated
Income from external customers				
Sales of products	-	20,001	-	20,001
Income from construction services	7,910	-	-	7,910
Total income from external customers	7,910	20,001	-	27,911
Inter-segment income	15,600	-	(15,600)	-
Total income	23,510	20,001		27,911
Net Results per Segment	(8)	7,445	-	7,437
Depreciations	(74)	(5,155)		(5,229)
Amortization of grants	-	1,182		1,182
Net financial results	(131)	678		547
Foreign exchange differences	-	305		305
Income tax	(737)	(1,901)		(2,638)
Earnings before interest, taxes, depreciation & amortization (EBITDA)	934	12,336		13,270
Earnings before interest and taxes (EBIT)	860	8,363		9,223
Segment assets	20,066	726,475		746,541
Investments in associates	-	4,483		4,483
Total Assets	20,066	730,958	-	751,024
Segment liabilities	17,030	367,170		384,200
Capital expenditure	38	91,109		91,147

Semi-Annual Financial Report for the period from 1 January to 30 June 2011

(Amounts in thousands Euro, unless stated otherwise)

Business segments 30.6.2010	Construction	Electricity from renewable energy sources	Consolidation Write-offs	Total Consolidated
Income from external customers				
Sales of products	-	16,440	-	16,440
Income from construction services	12,352	-	-	12,352
Total income from external customers	12,352	16,440		28,792
Inter-segment income	2,349	-	(2,349)	-
Total income	14,701	16,440		28,792
Net Results per Segment	177	2,974	-	3,151
Depreciations	(73)	(4,421)		(4,494)
Amortization of grants	-	1,213		1,213
Net financial results	(126)	1,154		1,028
Foreign exchange differences	-	(63)		(63)
Income tax	(432)	(3,883)		(4,315)
Earnings before interest, taxes, depreciation & amortization (EBITDA)	808	8,974		9,782
Earnings before interest and taxes (EBIT)	735	5,703	-	6,438
Segment assets	18,053	620,404		638,475
Investments in associates	-	51		51
Total Assets	18,053	620,455	-	638,508
Segment liabilities	9,101	265,126		274,227
Capital expenditure	25	48,674		48,699

#### 6 FIXED ASSETS (intangible and tangible)

The summary movement of intangible and tangible assets, is as follows:

	GRO	OUP	COM	PANY
	2011	2010	2011	2010
Net book value January 1 <sup>st</sup>	435,124	342,594	126,427	111,541
Additions during the period	91,147	48,699	9,666	12,485
Depreciation/Amortization and other movements during the period	(5,229)	(4,494)	(2,703)	(2,287)
Net book value June 30 <sup>th</sup>	521,042	386,799	133,390	121,739

From the total value of the Group's fixed assets on 30/6/2011, the amount of  $\notin 320,337$  concerns Assets under Construction and Prepayments for Acquisition of Fixed Assets. Also, the additions of intangible fixed assets of the Group for the period 1.1-30.6.2011 amounting to 12,449 thousand euro concerns the cost of licenses as such was recognized during the acquisition of companies (see also Note 7).

## 7 ACQUISITION OF COMPANIES

As mentioned in detail in note 4 of the interim condensed consolidated financial statements of the Group for the period 1.1 - 30.6.2011, the following companies are consolidated for the first time:

TERNA ENERGY THAASSIA WIND PARKS S.A.	TERNA ENERGY HYDROELECTRIC MYIS ARKOUDORREMA S.A.
TERNA ENERGY WIND PARKS XIROKAMPOS AKRATAS S.A.	COLD SPRINGS WINDFARM LLC
TERNA ENERGY WIND PARKS PYRGAKI MAKRYRACHI KALLIEON S.A.	DESERT MEADOW WINDFARM LLC
TERNA ENERGY WIND PARKS SOTIRA - ANALIPSI - DRAGONERA XYLOKASTROU S.A.	HAMMETTHILL WINDFARM LLC
TERNA ENERGY WIND PARKS PROFITIS ILIAS - POULAGEZA SOLYGEIAS S.A.	MAINLINE WINDFARM LLC
TERNA ENERGY WIND PARKS TSOUMANOLAKKA - PYRGOS KALLIOEN & YPATIS S.A.	RYEGRASS WINDFARM, LLC
TERNA ENERGY WIND PARKS DENTROULI MUNICIPALITY DOMNISTAS S.A.	TWO PONDS WINDFARM, LLC
TERNA ENERGY WIND PARKS OROPEDIO EYROSTINIS - D. EYROSTINIS CORINTH PREFECTURE S.A.	MOUNTAIN AIR WIND, LLC
TERNA ENERGY WIND PARKS KALIAKOUDAS - D. POTAMIAS EYRYTANIA S.A.	HIGH PLATEAU WINDFARM, LLC
TERNA ENERGY WIND PARKS CHELIDONAS - D. POTAMIAS EYRYTANIAS S.A.	MULE HOLLOW WINDFARM, LLC
TERNA ENERGY HYDROELECTRIC MYIS SARANTAPOROU S.A.	PINE CITY WINDFARM, LLC
TERNA ENERGY HYDROELECTRIC MYIS LEPTOMAKARIAS S.A.	LOWER RIDGE WINDFARM, LLC
VATHYCHORI PERIVALLONTIKI S.A.	VATHYCHORI ENA PHOTOVOLTAIC S.A.

The Group accounts for the aforementioned acquisitions as acquisition of assets according to paragraph 3 and B7-B12 of IFRS 3 "Business Combinations". Specifically, during the acquisition dates the basic asset of the above subsidiaries corresponded to the licenses such held, while no construction activity had commenced on the wind parks. The acquired assets do not constitute a "company" according to the definition of IFRS 3 as the subsidiaries did not include the facilities and procedures that would allow such to produce product – electric energy. The total consideration of the above acquisition amounting to 12,449 thousand euro, concerns acquisition of wind park licenses (note 6).

## 8 CAPITAL

During the period 1/1-30/06/2011, as during the period 1/1-30/06/2010, there was no change in the number of shares or their nominal value.

All the share capital is fully paid up.

The total number of shares outstanding during 30/6/11 amounts to 109,333,400 from which 4,190,930 are owned by the Company (treasury shares).

#### 9 **DIVIDENDS**

The Annual General Meeting of the Company's shareholders that took place on April 19<sup>th</sup> 2011 approved a dividend payment from the 2010 earnings, amounting to  $\notin$  4,411 thousand, which was paid in full during the 1<sup>st</sup> half of 2011.

## 10 LOANS

The summary movement of the short-term and long-term loans of the group and company during 30/06/2011 and 30/06/2010, is presented as follows:

	GRO	OUP	COMPANY			
	2011	2010	2011	2010		
Balance January 1 <sup>st</sup>	202,557	190,078	56,414	49,769		
New loans	71,076	13,574	1,242	977		
Repayment of loans	(24,306)	(11,840)	(4,246)	(3,913)		
Balance June 20 <sup>th</sup>	249,327	191,812	53,410	46,833		

The total loans concern the energy segment of the Group and are related to financing wind park installations. Part of the short-term loans are guaranteed by term deposits amounting to  $\notin$  105,000, which are included in the account "Cash & cash equivalents".

## **11 PROVISIONS**

The summary movement of the group's and company's provisions on 30/06/2011 and 30/06/2010 is presented as follows:

## **TERNA ENERGY GROUP** Semi-Annual Financial Report for the period from 1 January to 30 June 2011 (*Amounts in thousand Euro, unless stated otherwise*)

	GRO	DUP	COMI	PANY
	2011	2010	2011	2010
Balance January 1 <sup>st</sup>	1,322	1,317	775	778
Additional provisions charged on the period's results	-	2,259	-	1,844
Used provisions	-	(55)	-	(55)
Transfers	30	-	30	-
Balance June 30 <sup>th</sup>	1,352	3,521	805	2,567

## 12 GRANTS

The summary movement of the group's and company's grants on 30/06/2011 and 30/06/2010, is presented as follows:

	GRO	OUP	COM	PANY
	2011	2010	2011	2010
Balance January 1 <sup>st</sup>	59,130	50,796	18,722	19,777
Approval of grants	27,501	-	-	-
Transfer of the period's proportion to the results	(1,182)	(1,212)	(511)	(531)
Balance June 30 <sup>th</sup>	85,449	49,584	18,211	19,246

## **13 OTHER INCOME/EXPENSES**

The analysis of the amount of other income/expenses for 30 June 2011, which are of irregular nature, is presented in the following table:

	GRO	UP	COMPA	NY
	2011	2010	2011	2010
Amortization of grants	1,182	1,213	511	531
Income from lease of machinery	-	7	-	7
Income from lease of property	41	35	41	35
Income from insurance indemnities	266	-	266	-
Sales of fixed assets and inventories	143	-	143	-
Foreign exchange differences	304	-	-	-
Other income	254	16	42	16
Other expenses	-	(63)	-	(1)
Total	2,190	1,208	1,003	588

## **14 NUMBER OF EMPLOYEES**

The average number of employees under full-time employment at the group, during the first half of 2011 was 158 and at the company 151 (149 and 140 employees respectively during the first half of 2010).

#### **15 INCOME TAX**

The expense for income tax is registered based on the best possible estimation by management of the weighted average annual tax rate for a full year.

The weighted tax rate for 30/06/2011 was 26.18% for the Group and 19.07% for the Company.

## 16 TRANSACTIONS WITH RELATED PARTIES

The transactions of the Company and the Group with related parties for the period 01/01-30/06/2011 and 01/01-30/06/2010, as well as the balances of receivables and liabilities arisen from the above transactions as of 30/06/2011 and 31/12/2010 are as follows:

Period 1/1-30/6/2011		Gł	ROUP			COMPANY				
Related party	d party Sales Purchases		Debit Credit Balances Balances		Sales	Purchases	Debit Balances	Credit Balances		
Subsidiaries	-	-	-	-	3,980	-	13,257	12		
Joint Ventures	-	-	-	-	-	-	650	123		
Parent	-	79	503	15	-	79	503	15		
Other related parties	888	10,950	9,587	5,960	888	6,309	8,705	5,942		
Basic senior executives	-	525	-	7	-	132	-	4		
Period 1/1-30/6/2010, 31/12/2010		Gł	ROUP			COM	IPANY			

Related party	Sales	Purchases	Debit Balances			Purchases	Debit Balances	Credit Balances
Subsidiaries	-	-	-	-	1,043	-	13,682	-
Joint Ventures	-	-	-	-	-	-	631	360
Parent	-	-	-	-	-	55	-	10
Other related parties	3,649	6,546	1,471	2,841	3,649	5,370	579	2,247
Basic senior executives	-	969	-	-	-	589	-	-

#### **17 SIGNIFICANT EVENTS DURING THE PERIOD**

During the 1<sup>st</sup> half of 2011 production licenses were issued for 27 Wind Parks, with a total capacity of 954 MW in Crete, for two Wind Parks of 22MW and 26 MW each in the Aitoloakaranania Prefecture, one Wind Park of 40 MW in the Drama Prefecture, while the increase of capacity was approved for a Wind Park under construction in the Viotia Prefecture by 10 MW, namely from 30 MW to 40 MW, and two of the Group's Wind Parks abroad, in Poland with a capacity of 20 MW and 12 MW each, were set in operation.

Also, the installation licenses were issued for a Photovoltaic Park of 1.912MW, in the Argolida Prefecture and for a Wind Park with a 14 MW capacity in the Prefecture of Kozani.

During the same period, operations began for a hydroelectric project in Greece with a capacity of 8.5 MW, a license was acquired for a Photovoltaic Park of 6MW, for which construction has already began, while two installation licenses were issued for Wind Parks, of 69MW, at the Agios Georgios islet in Attica, the construction of which has already began. Finally, during the 1<sup>st</sup> half of 2011, 77% of shares of 13 société anonyme companies was acquired (see Note 4), whereas the companies are based in Greece with the business activity of constructing and managing renewable energy sources.

Moreover, in the context of its development in the global market, the Group came to an agreement for the acquisition of companies in the United States of America, which own Wind Parks under development with a total capacity of 172 MW. The agreement is subject to the fulfillment of a series of conditions and is expected to be completed within 12 months.

In the constructions sector, the Company signed construction agreements on the following projects:

a. Execution of the project "Anti-flooding protection projects for the Xiria watercourse", in the Magnisia Prefecture, with a contractual amount of 8,628,264.40 euro and

b. Execution of the project "Construction of the overpass connection node of Paraglavkios arteries with the new Patra port and construction of the technical extrusion of the Diakoniari watercourse from K.M. 0-001.5 to 0-050.00" with a contractual amount of 23,872,184.80 euro.

The total construction backlog towards third parties on 30/6/2011 amounts to  $\notin$  91 million.

## 18 SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

A new company was established in Poland, with the basic business activity of constructing and managing renewable energy sources. The new company acquired licenses for two Wind Parks in Poland, with a total capacity of 10MW, the construction of which is expected to begin during 2011.

Also, in the context of expanding the Group's production activities, four new companies were established in Greece, the basic activity of which is the construction, installation and operation of electric energy and heat co-production units using biomass.

Finally, operations began for a Wind Park with capacity of 19,55 MW in Viotia Prefecture and a Wind Park of 7,5 MW were set in operation in Nafpaktos, while construction activities began for two Photovoltaic Parks in Greece, with a total capacity of 3 MW.

## **19 CONTINGENT LIABILITIES**

During the execution of projects, the Group may face contingent legal claims by third parties. According to the Management, as well as the legal counselor of the Group there are no cases under litigation or arbitration except from the following:

Several claims made at the Council of State for cancellation of the planned installation of the Wind Park by the subsidiary "AIOLIKI PANORAMATOS DERVENOCHORION GP", are pending. The court session took place in November 2009 and the Council of State has ordered a pause on the building works for 17 out of 40 wind generators.

THE CHAIRMAN OF THE BOARD

THE VICE CHAIRMAN & MANAGING DIRECTOR

PERDIKARIS GEORGIOS

MARAGOUDAKIS EMMANUEL

THE CHIEF FINANCIAL OFFICER

THE CHIEF ACCOUNTANT

DIMOPOULOS KONSTANTINOS

MANAVERIS NIKOLAOS

# V. DATA AND INFORMATION FOR THE PERIOD 1.1-30.6.2011

TERNA ENERGY		ERNA ENERGY SA S.A. Reg. No. 318/06/B/95/28 85 Mesogelon Ave., 11525 Althens Greece						
The following	According to Decision No. 4/5	D INFORMATION FOR THE FERIOD FROM 0101/2011 TO 8008/2011 07/28.4.2008 Issued by the Board of Direotors of the Hellenio Capital in a providing perensi Information on the financial pootion of esualto TTENNO could refer to the company's vebolie where the financial statements are pooted as COMPANY INFORMATION	Market Commission A ENERGY SA and Its G swell as the review repo	tup. Therefore, before proceedin t by the certified auditor, when re	ng with any kind of levant.			
Relevant Authority: Board of Directors' Composition:	Ministry of Finance Competitiveness and Shipping, Division of Bockith Anonyme Companies and Credit Chaimar: Georgios Pesitikaris Vice-Chaiman & Managing Director: Emmanuel Maragoudakis, Member: Panagidos Paños, Michael Gouzza, Georgios Siprou,	Approval Date of the Interim Pinancial Statements by the Board of Directors Legal Auditor Auditing Firm: Type of review report.	26/8/2011 Deligiannis Georgios GRANT THORNTON	(SOEL Reg. No. : 15791) ISA (SOEL Reg. No.: 127)				
	Aristeidis Dasis, Nikolaos Kalamaras (Independent non-executive member)	Type of review report Company Website: ers)	in accodance www.tema-energy.gr	-				
STATEMENT OF FINAN Amounts in those	GROUP COMPANY		Amounts In	MPREHENSIVE INCOME thousand euro GROUP		COM	PANY	
(Consolidated & non-consolidated data) A\$3ET3 Set used tangible fixed assets	490.501 417.194 131.782 124.919	(Consolidated & non-consolidated data) Turnover Gross profit / (losses) Eamings/Loss) before interest and tax (EBIT)	1/1-30/6/2011 1 27.911 13.138 9.528	14.30/6/2011 1/1-30/6/2010 1 14.714 28.792 7.879 10.422 6.104 6.438	1/4-30/6/2010 1/1-30/6/201 12.680 33.7 3.994 8.8 1.151 6.4	1 1/4-30/8/2011 18 19.190 19 5.447 1 4.157	1/1-30/8/2010 24.146 7.079	1/4-30/6/2010 11.273 2.791
Investment property Intanglie assets Other non-current assets Inventions Trade receivables Cash & cash equivalents	30,541 17,930 1,608 1,508 13,111 4,089 152,383 110,916 482 2,196 1,55 1,303	Earnings(Loss) before tax Earnings(Loss) after tax (A)	9.528 10.075 7.437	6.104 6.438 6.248 7.466 4.545 3.151	1.151 6.4 1.727 7.7 (1.307) 6.3	1 4.167 9 4.659 7 3.728	4,040 5,826 2,762	2.027 (357)
Cash & cash equivalents Other current assets TOTAL ASSETS	17.139 17.966 40.534 31.470 135.449 192.873 116.478 174.784 62.878 27.448 12.797 8.034 761.024 680.819 468.780 464.487	Allocated to: Company Shareholders Minority Shareholders	6.984 453 7.437	4.394 2.932 151 219 4.545 3.151	(1.390) 83 (1.307)			
		Other comprehensive income after taxes (B) Total comprehensive income after taxes (A+B)	(229) 7.208	(109) (191) 4.436 2.960	(1.362) 6.2	0 0 7 3.728	(139) 2.623	(357)
EQUITY & LIABILITIES Share capital Other items of Shareholders' Equity	32.800 32.800 32.800 32.800 32.800 330.967 331.098 323.693 324.333	Allocated to: Company Shareholders Minority Shareholders	6.755 453 7.208	4.285 2.742 151 218 4.436 2.960	(1.445) 83 (1.362)			
Total Shareholders' Equity (a) Non-controlling interest (b) Total equity (b) = (a) + (b) Longterm bank liabilities	363.767         363.886         366.483         367.133           3.057         2.603         0         0         0           388.824         388.501         388.483         387.133           76.571         63.204         33.748         36.754	Earnings(Losses) after tax per share - basic (in $\in$ ) Earnings(Losses) before interest, tax, depreciation and amortization (EBITDA)	0,0663	0,0418 0,0271 7.507 8.719	-0,0128 0,059 3.069 8.64		0,0255 6.798	-0,0033
Providens/Other-long-term labilities Short-term bank liabilities Other-short-term liabilities Total liabilities (d)	91,411 63,914 20,559 11,863 172,756 139,353 19,662 19,660 43,462 47,647 26,268 21,067 334,200 314,118 100,247 87,334	(EBITDA)	10210					
TOTAL EQUITY AND LIABILITIES (o) + (d)	<u>394,200</u> <u>314,318</u> <u>100,287</u> <u>87,394</u> 761,024 <u>880,819</u> <u>458,780</u> <u>454,487</u>		Amounts in thousar	CASH FLOWS (Indirect metho	d)			
STATEMENT OF CHAN	NGES IN EQUITY	(Consolidated & non-consolidated data) Operating activities	Amounts in thousan	0ROUP 1/1-30/6/2010	1/1-30/6/201	COMPANY	1/1-30/8/2010	
Amounts in those	SROUP COMPANY	Profit before tax Plusifiers adjustments for:	10.075	7.466	7.7		5.826 2.287	
(Consolidated & non-ocnsolidated data) Total equity at beginning of period (01/01/2011 and 01/01/2010) Total comprehensive income after taxies Purchases / (sales) of treasury shares	7.208 2.960 6.247 2.523 (2.476) (4.567) (2.476) (4.567)	Depreciation Provisions Interest income and related income Interest expenses and related expense:	(55) (2.906) 2.359	29 (3.154) 2.126	2.7 (2.70 1.4	5)	29 (3.041) 1.255	
Dividends Transfers - other movements Total equity at end of period (30/6/2011 and 30/6/2010)	(4.411) (7.325) (4.411) (7.325) 2 -3 0 0 368.824 364.281 368.483 367.547	Results from participations and securities Amortization of grants Other adjustments Operating profit before changes in working capital	0 (1.182) (301) 13.218	(1.213) 44 8.782	(51		(531) 0 6.826	
		PlusiLess adjustments for working capital account movements or movements related to operating adfivities: Decrease / increase) in inventories						
		Decrease / (increase) in inventories Decrease / (increase) in receivables (Decrease) / increase in liabilities (other than to banks) (Less):	1.714 (6.411) 2.440	113 12.473 4.283	1.74 (13.34 (1.87	0	114 6.056 (6.728)	
		(Less). Taxes paid Total inflows / (outflows) from operating activities (a) Investing activities	(2.765) 8.197	(1.196) 25.465	(1.66	<u>n</u>	(587) 4.680	
ADDITIONAL DATA & 1. There was no change in the accounting policies and estimations, and it		Purchases of tangible & Intangible assets Acquisition of subsidiaries	(93.313) (8.594)	(42.330) (4.853)	(9.67	3) D	(12.485) 0	
accounts in the financial statements.     The Basic Accounting Principles of the financial statements of 31/12/10		Grants received Interest received (Purchases)/sales of participations and securities	3.500	2.733 2.271 0	2.60 (33.46	8	0 2.163 (13.626)	
<ol> <li>The group during the present period employed 158 individuals. For the present period the company employed 151 individuals, while during the re-</li> </ol>	e respective period of 2010 the group employed 149 individuals. During the respective period of the previous year the company employed 140 individuals		(8.000)	0		0	(13.626)	
<ol> <li>The Company has been audited by the tax authorities up to fiscal year statements refer to the tax un-audited fiscal years of the consolidated ent</li> </ol>	tties.	Total inflows / (outflows) from investing activities (b)	(103.592)	(42.179)	(40.52	9)	(23.948)	
<ol> <li>Several claims to cancel the planned installation of the Wind Park of the before the Council of State. The hearing of the case took place in Novem postponement of construction activities for the 17 of the 40 wind generato financial statements.</li> </ol>	te subsidiary "AVOLIKI PANORAMATOS DERVENOCHORION SA" are pend riber 2009, and until it issues its decision, the Council of State has ordered th ors under construction. Reference to such is also made in Note No 19 of the	Financing activities						
<ol> <li>Earnings per share were calculated based on the weighted average nu</li> <li>The fearership sharewere of the course are instructed in the course listed.</li> </ol>	umber of shares. financial statements of GEK TERNA 8A, consolidated with the full consolidat	Purchases of treasury shares	(2.476)	(4.567)	(2.47		(4.567)	
method. The aforementioned parent company is registered in Greece and 8.The amounts of sales and purchases (goods and services) cumulatively	Id on 30/6/2011 owned 49.537% of the company's share capital.	ables Net change in short-term loans	15.357 32.039	(5.129) 6.741	(2.96	0	(2.930) 0	
and liabilities of the company at the end of the present period, that have e are defined by IA8 24, are as follows:		Dividends paid Interest paid Total Inflows / (outflows) from finanoing activities (o)	(4.411) (2.985) 37.524	(7.329) (3.239) (13.523)	(4.41 (1.48 (11.33		(7.329) (1.261) (16.087)	
a) Sales of goods and services	GROUP COMPANY     888 4.868	Effect of FX differences on cash equivalents (d) Net increase (decrease) in cash and cash equivalents for the perio (a) + (b) + (o) + (d) Cash and cash equivalents at the beginning of the period	d (67.424)	(71) (30.308)	(68.31		0 (36.366)	
<ul> <li>b) Purchases of goods and services</li> <li>c) Receivables</li> <li>d) Liabilities</li> </ul>	11.029 6.388 10.090 23.115 5.975 6.092	Cash and each equivalents at the beginning of the period Cash and each equivalents at the end of the period	192.873 135.449	244.837 214.629	174.7 118.4		233.561 188.208	
<ul> <li>e) Transactions &amp; remuneration of Board members and executives</li> <li>f) Receivables from Board members and executives</li> <li>g) Labilities to Board members and executives</li> </ul>	525 132 0 0 7 4							
9. The provisions of the company and group are described in detail in not								
Provision for unaudited tax years Other provisions	GROUP COMPANY 80 80 1.542 996							
10. The names, domicles, participation percentages and consolidation m 11. On June 30th 2011 the following companies were incorporated with the	nethod of companies and joint ventures that were consolidated in the financia the full consolidation method in the consolidated financial statements company	i statements of 3005/2011 are mentioned in detail in Note 4 of the financial stater ed to the respective period of the previous year :	ments.					
Company Name TERNA ENERGY SEA WIND PARKS S.A.	Percentage Country 77% Greece Acquisition of 77% of share cepital on 28.1.20	1						
TERNA ENERGY WIND PARKS XIRKAMPOS AKRATAS S.A. TERNA ENERGY WIND PARKS PYRCAKI MAKIYINAGI KALIEON S.A. TERNA ENERGY WIND PARKS SOTIAL - ANALIPS - DRAGONERA XKLOKASTROU S	77% Greece Acquisition of 77% of share capital on 28.1.20 77% Greece Acquisition of 77% of share capital on 28.1.20	11						
TERNA ENERGY WIND PARKS PROFITS ILIAS - POULAGEZA SOLYGEIAS S.A. TERNA ENERGY WIND PARKS TSOUMANOLAKKA - PYRODS KALLEON & YPATIS S	77% Greece Acquisition of 77% of share capital on 28.1.20 S.A. 77% Greece Acquisition of 77% of share capital on 28.1.20	11						
TERNA ENERGY WIND PARIS DENTROULI MUNICIPALITY DOMINISTAS S.A. TERNA ENERGY WIND PARIS EVROSTINI PLATEAU - EVRINSTINI CORINTH S.A. TERNA ENERGY WIND PARIS KALIAKOUDAS - POTAMIAS EVRYTANIA S.A.	77% Greece Acquisition of 77% of share capital on 28.1.20 77% Greece Acquisition of 77% of share capital on 28.1.20 77% Greece Acquisition of 77% of share capital on 28.1.20	11						
TERNA ENERGY WIND PARKS HELIDONAS - POTIAMIAS EVRYTANIAS S.A. TERNA ENERGY HYDROELECTRIC SHES SARANTOPOROU S.A. TERNA ENERGY HYDROELECTRIC SHES LEPTOMAKARIAS S.A.	77% Greece Acquisition of 77% of share capital on 28.1.20 77% Greece Acquisition of 77% of share capital on 28.1.20 77% Greece Acquisition of 77% of share capital on 28.1.20	11						
TERNA ENERGY HYDROELECTRIC SHES ARKOUDORREMA S.A. VATHYCHORI PERIVALIONTIKI S.A.	77% Greece Acquisition of 77% of share cepital on 28.1.20 100% Greece Acquisition of 100% during 02 2011							
VATHECHORI ENA PHOTOVOLTAIC S.A. COLD SPRINGS WINDFAIM LLC DESERT MEADOW WINDFAIM LLC	100%         Greace         Acquisition of 100% during Q2 2011           100%         U.S.A.         Acquisition of 100% during Q1 2011           100%         U.S.A.         Acquisition of 100% during Q1 2011	=						
HAMMETTHILL WINDFARM LLC MAINLINE WINDFARM LLC IPPEGRASS WINDFARM, LLC	100% U.S.A. Acquisition of 100% during Q1 2011 100% U.S.A. Acquisition of 100% during Q1 2011	=						
TWO PONDS WINDFARM, LLC MOUNTAIN AIR WIND, LLC	100% U.S.A. Acquisition of 100% during QI 2011 100% U.S.A. Acquisition of 100% during QI 2011							
HIGH PLATEAU WINDFARM, LLC MULE HOLLOW WINDFARM, LLC FINE CITY WINDFARM, LLC	100% U.S.A. Acquisition of 100% during 01 2011 100% U.S.A. Acquisition of 100% during 01 2011 100% U.S.A. Acquisition of 100% during 01 2011	=						
LOWER RDGE WINDFARM, LLC TERNA ENERGY USA HOLDING CORPORATION TERNA ENERGY THANKATLANTE SPECO	100% U.S.A. Acquisition of 100% during Q1 001 100% U.S.A. Establishment during Q1 of 2011 100% Poland Establishment during Q1 of 2011	=						
TERNA ENERGY SA VECTOR WIND PARKS GREECE - WIND PARK TROULDS G.P.	200% Poland Establishment during (21 of 2011 90% Greece Establishment on 11.2.2011 2011 corresponded to 4,190,930 shares with a total acquisition cost of 15,2	41,375.90 €.						
13. The amounts and nature of other comprehensive income/(expenses)								
Income tax recognized directly in equity FX transition differences from incorporation of foreign operations Expenses for share capital increase of subsidiary 14. No sector or company has ceased operations.	1 0 (224) 0 (6) 0 (229) 0							
		Athens, 26/8/2011						
THE CHARMAN OF THE BOARD	THE MANAGING DIRECTOR	THE CHEF FINANCIAL OFFICER	L		THE HEAD ACCOUNTANT			
GEORGIOS PERDIKARIIS ID No.: X 516518	EMMANUEL MARAGOUDARDS ID No:AB 386527	KONSTANTINOS DIMOPOULOS ID No:AI 025273			NIKOLADS MANAVERIS ID No.: AE 567798 License Reg. No. A' CLASS 96	4		

# VI. Report of Use of Raised Capital from the Share Capital Increase by Cash for the Period 8/11/07 - 30/06/11

It is notified in accordance with article 3 of the decision 7/448/11.10.2007 by the Board of Directors of the Hellenic Capital Markets Commission and decision 25/17.7.2008 by the Board of Directors of the Athens Exchange, that from the share capital increase of TERNA ENERGY SA paid in cash that was decided by the Extraordinary General Shareholders Meeting on 20.07.2007, the net amount of  $\in$  300,572 thousand was raised, (including issue expenses of  $\in$  13,908 thousand.).

The period for the Public Offering was 31/10/07-2/11/07. For the share capital increase 27,333,400 new common registered shares were issued.

All shares of the company (109,333,400) were listed for trading on the Athens Exchange on 14/11/2007 in the large capitalization market segment.

The certification for the deposit of the share capital increase by the Board of Directors of the Company was made on 8/11/07 and recorded on Société Anonyme Registry on 9/11/07 with the announcement No 36439.

The ordinary General Meeting on 2/4/2009 decided on the restructuring of the time schedule and use of the outstanding balance, by extending the completion time of the distribution by one year, namely until 31/12/2011, due to observed delays in the licensing procedures in the RES sector. Additionally, the extraordinary General Meeting on 29/6/2009 extended the use of one account.

The Annual General Meeting of April 19<sup>th</sup> 2011 decided to further amend the time schedule and use of raised capital, while at the same time the distribution time was extended by one year, namely until December 31<sup>st</sup> 2012, with a new allocation of amounts.

Following the above, the total raised capital of  $\in$  300,572, according to the aforementioned amended time schedule, presented the following movement until 30/06/2011:

	(AMEN				CAPITAL PROC GENERAL MEE		04/2011)		-
TIME FRAME		Total utilized capital 08/11/07	Non- utilized capital						
	08/11/07- 31/12/07	01/01/08- 31/12/08	01/01/09- 31/12/09	01/01/10- 31/12/10	01/01/11- 31/12/11	01/01/11- 31/12/12	Total	to 30/06/2011	30.06.2011
in thousand €									
Wind Park Investments in the European Union	4,084	12,994	44,552	43,250	40,000	40,070	184,950	120,002	64,948
Wind Park investments outside the European Union					50,000	5,000	55,000	13,000	42,000
Total investments in hydroelectric stations	2,661	2,853	2,199	7,456	2,000	3,045	20,214	19,878	336
Photovoltaic stations	0	0	0	0	6,500	5,000	11,500	3,800	7,700
Electric energy production from biomass	0	0	0	3,448	6,552	5,000	15,000	4,432	10,568
Total investments from capital proceeds	6,745	15,847	46,751	54,154	105,052	58,115	286,664	161,112	125,552
Issue expenses	13,380	528					13,908	13,908	0
Total	20,125	16,375	46,751	54,154	105,052	58,115	300,572	175,020	125,552

Notes

The Ordinary Shareholders' Meeting of 02/04/2009 approved the Board's decision as of 24/3/2009 to change the timeframe and utilization of the balance of capital proceeds, which as of 31/12/2008 had settled at € 264,072 thousand by extending the timeframe of utilization by 1 year up to 31/12/ 2011. The deviation in the timeframe of utilization of funds was exclusively due to delays of the licensing procedures in the RES sector.

Additional decision was made regarding the change in the utilization of proceeds among investment categories and among the years 2009 up to 2011, in an effort to align the investment plan with the current progress in the granting of licenses. Specifically, the Company increased the appropriation of funds for Wind Park investments (due to accumulation of several projects) by  $\notin$  26.6 million and for Biomass by  $\notin$ 0.2 million, and added a category for the acquisition of RES related companies of  $\notin$  20 million. Respectively, there was a decrease up to 2011, in the utilization of funds for investments in Hydroelectric units, Photovoltaic stations and Wind Parks abroad.

Furthermore, the Extraordinary Shareholders' Meeting of 29/06/2009 approved the Board's decision as of 25/6/2009 to extend the utilization of the item of  $\notin 20$  million in order to enable the Company to acquire RES related companies and licenses through its subsidiaries as well.

Correspondingly and due to the commitments of the E.U. and other countries to undertake significant support initiatives for the development of RES, the annual General Meeting of 19 April 2011 decided to further amend the time schedule and use of raised capital, whereas the following categories were included:

- "Total investments in wind parks",
- "Wind parks abroad" and "Acquisition of companies RES licenses"

in the categories:

- "Wind Park investments in the European Union" &
- "Wind Park investments outside the European Union",

while the distribution time was extended by one year, namely until 31/12/2011, with a new allocation of amounts at the same time.

The two previous tables of utilization of capital proceeds are as follows:

TIME-FRAME (in thousand €)	INITIAL TIME FRAME (2007) FOR THE UTILIZATION OF CAPITAL PROCEEDS					AMENDMENT ACCORDING TO THE EXTRAORDINARY GENERAL MEETING OF 29.06.2009					
	08/11/07- 31/12/07	01/01/08- 31/12/08	01/01/09- 31/12/09	01/01/09- 31/12/10	Total	08/11/07- 31/12/07	01/01/08- 31/12/08	01/01/09- 31/12/09	01/01/10- 31/12/10	01/01/11- 31/12/11	Total
Total investments in wind parks	20,588	11,931	61,120	57,248	150,887	4,084	10,494	48,200	99,472	15,200	177,450
Total investments in hydroelectric stations	2,741	12,323	11,886	27,096	54,046	2,661	2,853	1,300	6,700	6,700	20,214
Photovoltaic stations	0	5,000	7,000	7,000	19,000	0	0	1,500	4,000	6,000	11,500
Electric energy production from biomass	0	5,563	4,188	5,000	14,751	0	0	0	5,000	10,000	15,000
Wind parks abroad	0	0	20,200	27,780	47,980	0	2,500	5,000	15,000	20,000	42,500
Acquisition of companies, RES licenses (from the Company or via its subsidiaries) - Share capital increase of subsidiaries for acquisition of companies – licenses in RES	-	_	-	_	-	0	0	6,000	7,000	7,000	20,000
Total Investment from Capital Proceeds	23,329	34,817	104,394	124,124	286,664	6,745	15,847	62,000	137,172	64,900	286,664
Issue Expenses	13,908	0	0	0	13,908	13,380	528	0			13,908
Total	37,237	34,817	104,394	124,124	300,572	20,125	16,375	62,000	137,172	64,900	300,572

- 2. As presented in the above table, from the capital of € 300,572 thousand raised by the Company, until 30/06/2011 the amount of € 175,020 thousand had been utilized. From its listing on the Athens Stock Exchange and until 30/06/2011, apart from the issue expenses that amounted to € 13,908 thousand, the amount of € 161,112 thousand has been used to cover the participation of the Company as well as -through share capital increases- of TERNA ENERGY subsidiaries for projects which an installation license exists and is owned by those companies,
- 3. An amount of €116,475 thousand, from the outstanding balance, has been placed in interest bearing deposits, part of which has been used as a guarantee against loans of the company and its subsidiaries, while an amount of €9,077 thousand was distributed recently to finance the construction of the company's and its subsidiaries' projects. It is noted that by means of the decision by the Annual General Meeting of 19/4/2011, until the payment time of its equity in the aforementioned investments the company may use such temporarily to finance the construction of its projects or for guarantees against loans.

The Chairman of the Board

Vice-Chairman & Managing Director The Chief Financial Officer

Georgios Perdikaris ID No.X 516918 Emmanuel Maragoudakis ID No. AB 986527 Konstantinos Dimopoulos ID No. AI 028273

#### AGREED UPON PROCEDURES REPORT TO THE USE OF PROCEEDS REPORT

Towards the Board of Directors of the Société Anonyme Company TERNA ENERGY SA 85 Mesogeion Str. ATHENS, P.C. 115 26

Dear Sirs,

According to the mandate we received from the Board of Directors of "TERNA ENERGY SOCIETE ANONYME INDUSTRIAL COMMERCIAL TECHNICAL COMPANY S.A." (the "Company") we have performed prescribed and enumerated below procedures in accordance with the regulatory framework of the Athens Stock Exchange and the relevant legal framework of the Hellenic Capital Markets Commission with respect to the Report on the Use of raised capital of the Company which relates to the share capital increase paid in cash, that took place on 8 November 2007. The preparation of the report is the responsibility of the Company's management. Our engagement was undertaken in accordance with the International Standard on Related Services 4400 "Engagements to Perform Agreed-Upon Procedures Regarding Financial Information". Our responsibility is solely for performing the procedures described below and to report to you on our findings.

#### **Procedures applied**:

- We compared the amounts referred to as disbursements in the accompanied "Report on Usage of Raised Capital from the Share Capital Increase Paid in Cash" with the relevant amounts recorded in the Company's books and records in the respective timeframe.
- 2. We examined the completeness of the Report and the consistency of its content with what is referred to in the relevant Prospectus issued by the Company for this purpose and the relevant Company's decisions and announcements, including decisions by the General Meetings of shareholders which amend the time schedule and use of the raised capital.

#### Findings

- The amounts which appear, per usage or investment type, as disbursements in the accompanied "Report on Usage of Raised Capital from the Share Capital Increase Paid in Cash" are derived from the Company's books and records in the respective timeframe.
- 2. The content of the Report includes the information which is at minimum required for this purpose from the regulatory framework of the Athens Stock Exchange and the relevant legal framework of the Hellenic Capital Markets Committee and is consistent with what is referred to in the respective Prospectus and the relevant Company's decisions and announcements, including the decisions by the General Meetings of shareholders, which amend the time frame and use of the raised capital.

Given that the above procedures do not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, we do not express any assurance on the report beyond what we have referred to above. Had we performed additional procedures or had we performed an audit or review in accordance with International Standards on Auditing or International Standards on Review Engagements, other matters might have come to our attention that would have been reported to you, in addition to the ones reported above.

#### Limitation of use

The present Report is addressed exclusively to the Board of Directors of the Company, so that the latter can fulfill its responsibilities in accordance with the legal framework of the Athens Stock Exchange and the relevant regulatory framework of the Hellenic Capital Market Commission. Therefore this Report is not to be used for any other purpose, since it is limited to what is referred to above and does not extend to the annual financial statements of the Company, assessed overall.

Athens, 29 August 2011

The Certified Auditor - Accountant

Georgios N. Deligiannis SOEL Reg. No. 15791



Ορκωτοί Ελεγκτές Σύμβουλοι Επιχειρήσεων Ζεφύρου 56, 175 64, Παλαιό Φάληρο Α.Μ.ΣΟΕΛ 127