# S.C. Bermas S.A. Suceava

Financial statements
as of 31 December 2014
Prepared in accordance with the International Financing
Reporting Standards adopted by the European Union
according the Order of the Ministry of Finances no.
1286/2012 as subsequently amended

**Content**

Financial statements


| | |
|---|---|
| Statement of financial position | 1 |
| Statement of comprehensive income | 2 |
| Statement of changes in equity | 3 |
| Statement of cash flow | 4 |
| Notes to financial statements | 5 – 30 |

## Statement on the financial position

*as of 31.12.2014*

| *RON* | Note | 31.12.2013 | 31.12.2014 |
|---|---|---|---|
| **ASSETS** | | | |
| Tangible assets | 5 | 17,028,794 | 15,549,662 |
| Intangible assets | 6 | 61,413 | 39,738 |
| Financial assets available for sale | 7 | 83,000 | 83,000 |
| Other non-current assets | | - | |
| **Total assets** | | **17,173,207** | **15,672,400** |
| Inventories | 8 | 12,991,789 | 12,304,475 |
| Trade receivables | 9 | 1,428,943 | 1,649,681 |
| Prepaid expenses | | 122,494 | 123,558 |
| Cash and cash equivalents | 10 | 22,077 | 19,873 |
| Other receivables | 11 | 905,655 | 935,708 |
| **Total current assets** | | **15,470,958** | **15,033,295** |
| **TOTAL ASSETS** | | **32,644,165** | **30,705,695** |
| **EQUITY** | | | |
| Share capital | 12 | 15,087,134 | 15,087,134 |
| Tangible assets revaluation reserves | | 1,002,585 | 1,002,585 |
| Reported result | | 1,210,330 | 884,108 |
| Other reserves | | 4,751,704 | 5,590,072 |
| **Total equity** | | **22,051,753** | **22,563,899** |
| **PAYABLES** | | | |
| Medium-term credits | 15 | 2,053,958 | 1,215,139 |
| Deferred tax payables | 13 | 227,214 | 206,677 |
| **Total long-term payables** | | **2,281,172** | **1,421,816** |
| Trade payables | 14 | 1,334,385 | 1,272,530 |
| Short-term loans from banks | 15 | 5,140,634 | 4,427,072 |
| Other payables | 14 | 1,836,221 | 1,020,378 |
| **Total current payables** | | **8,311,240** | **6,719,980** |
| **TOTAL PAYABLES** | | **10,592,412** | **8,141,796** |
| **TOTAL EQUITY AND PAYABLES** | | **32,644,165** | **30,705,695** |

Financial statements have been approved by the Board of Directors on 02.03.2015.

*Anisoi Elena*
*General Manager*

*Tebrean Iridenta*
*Economic Manager*

# Statement of comprehensive income

*for the year ended on 31.12. 2014*

| in RON | Note | 2013 | 2014 |
|---|---|---|---|
| Turnover | 17 | 23,653,855 | 23,413,208 |
| Variation in inventory of finished products and production in progress | 18 | 4,073,682 | 3,559,344 |
| Other revenues | | 1,097,377 | 497,946 |
| Raw materials and consumables | 20 | (15,681,863) | (13,634,934) |
| Personnel expenses | 5,6 | (7,332,402) | (7,452,008) |
| Amortisation and depreciation of assets | | (1,558,942) | (1,607,330) |
| Other third party services | | (806,813) | (638,509) |
| Other expenses | 19 | (1,548,088) | (1,989,239) |
| **Operational profit** | | **1,896,806** | **2,148,478** |
| Financial revenues | 21 | 748 | 15 |
| Financial expenses | 21 | (407,540) | (1,039,789) |
| **Profit before taxation** | | **1,490,014** | **1.108,704** |
| Income tax | 22 | (212,643) | (176,181) |
| **PROFIT OF THE YEAR** | | **1,277,371** | **932,523** |
| **Other elements of comprehensive income** | | | |
| Increase/(Decrease) of reserve from the revaluation of tangible assets, net of deferred tax | | | |
| **TOTAL COMPREHENSIVE INCOME OF THE PERIOD** | | 1,277,371 | 932,523 |
| **INCOME PER SHARE** | | | |
| Basic | 16 | **0,059** | **0,043** |
| Diluted | 16 | **0,059** | **0,043** |

*Anisoi Elena*
*General Manager*

*Tebrean Iridenta*
*Economic Manager*

## Statement of changes in equity

***for the year ended on 31.12.2014***

| | Share capital | Adjustments in share capital | Treasury shares | Reserves from the revaluation of tangible assets | Other reserves | Reported result | Total equity |
|---|---|---|---|---|---|---|---|
| **Balance on 1.01.2013** | **15,087,134** | | | **1.002.585** | **4.751.704** | **1,210,330** | **22,051,753** |
| **Total comprehensive income of the period** | | | | | | | |
| Net income of the period | | | | | | 932,523 | 932,523 |
| **Other elements of comprehensive income** | | | | | | | |
| Acquisition of treasury shares | | | | | | | |
| Distribution to other reserves | | | | | 838,368 | (71,428) | 766,940 |
| Treasury shares acquired | | | | | | | |
| Change in reserve from the revaluation of tangible assets | | | | | | | |
| Changes in reserve from the distribution of treasury shares | | | | | | | |
| Hedging of financial loss reported to adjustments in share capital | | | | | | | |
| Change in reported income from the use of fair value as deemed cost | | | | | | | |
| **Total other elements of comprehensive income** | | | | | | | |
| **Total comprehensive income for the period** | | | | | | | |
| **Shareholders changes directly recorded in equity** | | | | | | | |
| Distribution of dividends from the comprehensive income | | | | | | (1,187,317) | (1,187,317) |
| **Shareholders changes directly recorded in equity** | | | | | | | |
| **Balance on 31.12.2014** | **15,087,134** | | | **1,002,585** | **5,590,072** | **884,108** | **22,563,899** |

Notes from pages 5 to 30 are integrant part of financial statements.

## Statement of cash flow

*for the year ended on 31.12. 2014*

| *in lei* | 2013 | 2014 |
|---|---|---|
| **Cash flow from operating activity:** | | |
| Collections from clients | 33,709,337 | 32,548,547 |
| Payments for suppliers | (18,769,082) | (15,030,180) |
| Payments for employees | (3,525,313) | (3,582,008) |
| Payments for local budget | (83,301) | (87,227) |
| Payments for state budget | (6,329,749) | (7,383,723) |
| Paid excises | (3,364,616) | (3,292,028) |
| Paid income tax | (150,349) | (206,743) |
| **Cash flow from operating activity** | **1,486,928** | **2,966,638** |
| **Cash flow from investment activity:** | | |
| Payments for the acquisition of assets | (3,764,943) | (108,940) |
| Collections from subsidies | 377,412 | |
| Collected interests | 20 | |
| Collected dividends | | |
| **Net cash flow from investment activities** | **(3,412,563)** | **(108,940)** |
| **Net cash flow from financing activities** | | |
| Collections from issue of shares | | |
| Collections from long-term loans | 2,504,470 | |
| Credit collections | 1,305,270 | |
| Paid interests and credit repayments | (308,069) | (994,719) |
| Payment of long term loans instalments | (450,512) | (838,818) |
| Paid dividends | (1,128,627) | (1,026,365) |
| **Net treasury of financing activities** | **1,922,532** | **(2,859,902)** |
| **Net treasury increase and treasury equivalents** | **(3,103)** | **(2,204)** |
| **Treasury and treasury equivalents at the beginning of the financial year** | **25,180** | **22,077** |
| **Treasury and treasury equivalents at the end of the financial year** | **22,077** | **19,873** |

Notes from pages 5 to 30 are integrant part of financial statements.

# Notes to financial statements

*for the year ended on 31 December 2014*

## 1. Reporting entity

SC Bermas S.A. Suceava (the "Company") is a limited liability company operating in Romania in accordance with the Law 31/1990 on trade companies, which was established as a joint stock company by GD 1353 / 27.12.1990 by transforming the former Beer and Malt Company of Suceava.

The company is headquartered in Suceava, Suceava, str. Humorului no.61, tax identification number RO723636, Registration number with the Trade Register J33/37/1991.

The company has as object of activity the production and marketing of beer, malt and other alcoholic and soft drinks, derivatives and by-products resulted of manufacturing and services rendered to third-parties.

The company shares have been listed on the Bucharest Stock Exchange, category II, with the indicative BRM, since 16 April 1998.

On 31 December 2014, the company is owned in proportion of 30.87% by the Victoria Bermas Suceava Association, Suceava County, in a proportion of 20.80% of PAS Bermas Suceava Suceava county and by other shareholders in a proportion of 48.33%.

The records on shares and shareholders are held according to the law by SC Depozitarul Central S.A. Bucharest.

## 2. Preparation bases

### (a) Declaration of conformity

Individual financial statements are prepared by the Company in accordance with International Financial Reporting Standards ("IFRS"). These financial statements are the third set of annual financial statements of the Company prepared in accordance with IFRS requirements.

### b) Presentation of financial statements

Individual financial statements are presented in accordance with IAS 1 "Presentation of Financial Statements". The Company has adopted a presentation based on liquidity in the statement of the financial position and a presentation of income and expenditure according their nature in the statement of comprehensive income, considering that these presentation methods provide information that is reliable and more relevant than the ones that would be presented under other methods allowed by IAS 1.

### (c) Functional and presentation currency

The Company management considers that the functional currency as defined by IAS 21 "The Effects of exchange rate variation" is Romanian leu (RON). Individual financial statements are presented in RON, rounded to the nearest leu, currency that the Company management chose as presentation currency.

### (d) Evaluation bases

Individual financial statements have been prepared on the historical cost basis except for lands and buildings which are evaluated at fair value.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and to the preparation of the statement of financial position for the year ended on 31 December 2014. These financial statements have been prepared on a business continuity basis.

### (e) Use of estimates and judgements

The preparation of individual financial statements in accordance with the International Financial Reporting Standards requires the management's use of estimates, reasoning and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Reasoning and assumptions associated to these estimates are based on historical experience and on other factors deemed reasonable in the context of estimates. The results of these estimates form the basis for reasoning about the accounting value of assets and liabilities that cannot be obtained from other sources of information. Results may differ from these estimates.

## 3. Significant accounting policies

The accounting policies have been applied consistently to all periods presented in the financial statements prepared by the Company.

Individual financial statements are prepared on the assumption that the Company will continue its activity in the foreseeable future. To assess the applicability of this hypothesis, the management reviews the forecasts of future cash flows.

### (a) Transaction in foreign currency

Transactions in foreign currency are recorded in RON at the official exchange rate on the date of the transaction. Monetary assets and liabilities in foreign currencies at the balance sheet date are converted into the functional currency at the exchange rate of the day.

Gains or losses resulting from the settlement thereof and from the conversion of assets and liabilities denominated in foreign currencies using the exchange rate at the end of the financial year are recognized in the statement of comprehensive income.

Currency exchange rates of main foreign currencies were:

| Currency | 31 .12. 2013 | 31 .12 2014 | Variation |
|---|---|---|---|
| Euro (EUR) | 4,4847 | 4,4821 | - 0,06% |
| US dollar (USD) | 3,2551 | 3,6868 | + 13,26% |

### (b) Accounting of hyper-inflation effect

- In accordance with IAS 29 "Financial reporting in hyper-inflationary economies", financial statements of an entity whose functional currency is the currency of a hyperinflationary economy shall be presented in the measuring unit current on the date of the balance sheet (non-monetary items are restated using a general price index on the date of purchase or contribution).
- In accordance with IAS 29, an economy is considered hyperinflationary if, among other factors, the cumulative inflation rate over a period of three years exceeds 100%.

Continuous decrease in inflation and other factors related to the characteristics of the economic environment in Romania indicate that the economy whose functional currency was adopted by the Company ceased to be hyperinflationary, effective for financial periods starting on 1 January 2004.

The values expressed in the current measuring unit as of 31 December 2003 are treated as the basis for the accounting values reported in the individual financial statements and do not represent evaluated values, replacement cost, or any other measurement of the current value of assets or of prices at which transactions would occur at this time.

In order to elaborate individual financial statements, the Company adjusted on 31.12.2012 the following non-monetary items to be expressed in the current measuring unit on 31 December 2003:

- Share capital;

- Other reserves.

### (c) Financial instruments

*Non-derivate financial instruments*

The Company initially recognizes financial assets (loans, receivables and deposits) the date on which they were initiated. All other financial assets are initially recognized on the trade date when the Company becomes part of the contractual terms of the instrument.

The Company initially recognizes non-derivative financial liabilities on the trade date when the Company becomes part of the contractual terms of the instrument. They are initially recognized at fair value plus any directly attributable transaction costs. Subsequently to their initial recognition, these financial liabilities are measured at amortized cost using the effective interest method.

The Company derecognises a financial asset when the contractual rights on cash flow from the asset expire or when rights to collect the contractual cash flows of the financial asset are transferred in a transaction in which risks and benefits of proprietary right on the financial asset are significantly transferred. Any interest in the transferred financial assets that is created or retained by the Company is separately recognized as asset or liability.

The Company derecognises a financial liability when its contractual obligations are fulfilled or cancelled or expire.

Financial assets and liabilities are offset and in the statement of financial position the net value is presented only when the Company has the legal right to offset the amounts and intends either to settle them on a net basis, or to realize the asset and to settle the liability at the same time.

The Company has the following non-derivative financial assets: receivables, cash and cash equivalents and financial assets available for sale.

*Receivables*

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

*Cash and cash equivalents*

Cash and cash equivalents comprise: cash balances and current accounts.

*Financial assets available for sale*

Financial assets available for sale are non-derivative financial assets that are designated as available for sale. Financial assets available for sale are initially recognized at fair value plus any directly attributable transaction costs.

Subsequently to their initial recognition, they are measured at cost less any impairment losses.

Financial assets available for sale for which there is no active market and for which it is not possible to reliably determine the fair value are measured at cost and periodically tested for impairment.

*Share capital*

***(i) Ordinary shares***

Ordinary shares are classified as part of equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognized as a deduction from equity at their net value by tax effects.

***(ii) Share capital buy-back and re-issue (treasury shares)***

When share capital recognized as part of equity is bought-back, the value of the consideration paid, including directly attributable costs and other costs, net of tax effects, is recognized as a deduction from equity. Bought-back shares are classified as treasury shares and presented as a reserve on own shares. When treasury shares are subsequently sold or reissued, the amount received is recognized as an increase in equity and the surplus or deficit on the transaction is presented as share premium.

### (d) Tangible assets

***(i) Recognition and evaluation***

Tangible assets are initially recognized by the Company as assets at cost. The cost of an item of tangible asset comprises the purchase price, including non-recoverable taxes, after deducting any commercial discounts and any costs directly attributable to bringing the asset to the location and condition necessary for its use for the purposes intended by the management, such as personnel expenses arising directly from the construction or acquisition of the asset, cost for site preparation, initial cost for delivery and handling, installation and assembly costs, professional fees.

The cost of an item of tangible asset built by the entity includes:

• cost of materials and direct personnel expenses;

• other costs directly attributable to bringing the asset to the condition required for the current use;

• when the Company is required to move the asset and restore the site, the estimated costs of dismantling and moving the items and of restoring the site in which they have been capitalized;

• capitalized borrowing costs.

In accordance with IFRS 1, if an entity uses fair value as deemed cost for an item of tangible assets or an intangible asset when opening the financial position, the first financial statements of the entity prepared in accordance with the International Financial Reporting Standards shall present each element in the statement of opening the financial position in accordance with International Financial Reporting Standards:

- The aggregate value of those fair values; and

- The aggregate adjustment of accounting values reported in accordance with the previous accounting principles.

The value of tangible and intangible assets of the Company on 31 December 2014 is detailed in Notes 5 and 6.

Tangible assets are classified by the Company in the following classes of assets of the same kind and with similar uses:

- Lands;

- Constructions;

- Equipment, technical equipment and machinery;

- Vehicles;

- Other tangible assets.

Land and buildings are highlighted at revaluated value, this one representing the fair value at the date of revaluation less any subsequently accumulated depreciation and any accumulated impairment losses.

Equipment, technical equipment and machinery and vehicles are highlighted using the deemed cost, this one representing the fair value at the date of the last revaluation (31 December 2010) made at the transaction date.

Fair value is based on market prices and adjusted, if necessary, so that to reflect differences in the nature, location or conditions of that asset.

Revaluations are conducted by specialized reviewers, ANEVAR members. The frequency of revaluations is dictated by market dynamics the land and buildings owned by the Company belong to.

***(ii) Subsequent expenditure***

Subsequent expenditure is capitalized only when it increases the value of future economic benefits embodied in the value of the asset it is intended for. Expenditure on repairs and maintenance is recognized in the statement of comprehensive income when incurred.

***(iii) Depreciation***

The tangible assets items are depreciated from the date they are available for use or are in working condition and for assets built by the entity, from the date the asset is completed and ready for use.

Generally depreciation is calculated using the straight-line method over the estimated useful life of the assets as follows:

| | |
|---|---|
| Constructions | 40 years |
| Equipment | 2-12 years |
| Vehicles | 4-8 years |
| Furniture and other tangible assets | 4-12 years |

Land is not depreciated.

In case of technological equipment, machinery and working equipment, computers and peripherals, the Company applied the method of accelerated depreciation by a depreciation percentage of up to 50% of the input value.

Depreciation is generally recognized in profit or loss, unless the amount is included in the accounting value of another asset.

Depreciation methods, estimated useful lifetimes and residual values are reviewed by the company management at each reporting date and adjusted if appropriate.

***(iv) Sale /scrapping of tangible assets***

Tangible assets that are scrapped or sold are eliminated from the balance sheet with their corresponding accumulated depreciation. Any profit or loss resulting from such operations is included in current profit or loss.

**(e) Intangible assets**

***(i) Recognition and evaluation***

Intangible assets acquired by the Company and having a determined useful lifetime are evaluated at cost less accumulated depreciation and accumulated impairment losses.

***(ii) Subsequent expenditure***

Subsequent expenditure is capitalized only when it increases the value of future economic benefits embodied in the value of the asset it is intended for. All other expenditure, including expenditure on trade fund and internally generated brands are recognized in profit or loss when incurred.

***(iii) Depreciation of intangible assets***

Depreciation is calculated on the cost of the asset less its residual value.

Depreciation is recognized in profit or loss using the straight-line method for the estimated useful life of intangible assets other than trade fund, from the date they are available for use. The estimated useful lives for the current period and for comparative periods are as follows:

- Software 4 years.

Depreciation methods, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

**(f) Inventories**

Inventories are evaluated at the lower value between cost and net realizable value.

The cost of inventories is based on the first-in first-out method (FIFO) for materials and on the weighted average cost method (WAC) for raw materials, semi-finished and finished products, and includes expenditure incurred for the purchase, production or processing of inventories and other costs incurred in bringing the inventories to the current form and location.

For Inventories produced by the Company and for those with production in progress, costs include appropriate share of administrative costs of production based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and costs necessary to make the sale.

**Determining the fair values**

Certain accounting policies of the Company and presentation conditions require the determination of fair value for financial assets and liabilities and for non-financial assets. Fair values were determined for evaluation and / or presentation of information based on the methods described below.

*Fair value measurement* (effective for annual financial statements covering periods starting on or after 1 January 2013). IFRS 13 sets a single framework for all fair value measurements when fair value is required

or permitted by the International Financial Reporting Standards. IFRS 13 describes how fair value should be measured in accordance with the International Financial Reporting Standards when it is required or permitted by the International Financial Reporting Standards. The standard does not introduce additional requirements for the evaluation of assets and liabilities at fair value but it does not eliminate exceptions to fair value measurement existing in the current standard. The existing standard has some additional information that allow users of financial statements to evaluate the methods used for fair value measurements and the assessment effect on profit or loss or on other comprehensive income for fair value measurements using significant unobservable elements. As stated in the financial statements of 2012, IFRS 13 had no significant impact on the financial statements as the methods and assumptions used to measure the fair value of assets are in accordance with IFRS 13. Tangible assets recognized as assets are initially measured at cost by the Company. The cost of an item of tangible assets comprises the purchase price, including non-recoverable taxes, after deducting any commercial discounts and any costs directly attributable to bringing the asset to the location and condition necessary for the intended use by the management, such as: personnel expenses arising directly from the construction or acquisition of the asset, cost for site preparation, initial costs for delivery and handling, installation and assembly costs, professional fees. The cost of an item of tangible assets built by the entity includes:

• cost of materials and direct personnel costs;

• other costs directly attributable to bringing the asset to the condition for use;

• when the Company is required to move the asset and restore the related space, the estimated costs of dismantling and removing the items and restoring the space in which they have been capitalized;

• capitalized borrowing costs.

SC BERMAS SA uses fair value as deemed cost for an item of tangible or intangible assets. When opening the financial position of the entity's financial statements prepared in accordance with International Financial Reporting Standards, SC BERMAS SA presented each item in the statement of opening financial position in accordance with International Financial Reporting Standards: aggregate value of those fair values and aggregate adjustment of the reported accounting values in accordance with the previous accounting principles.

Land and buildings are highlighted at revaluated amount, this one representing the fair value at the date of revaluation less any subsequently accumulated depreciation and any accumulated impairment losses. Equipment, technical equipment and machinery and vehicles are highlighted using the deemed cost, this one representing the fair value at the date of the last revaluation (31 December 2010) made at the transaction date.

Fair value is based on market prices and adjusted, if necessary, so that to reflect differences in the nature, location or conditions of that asset.

Revaluations are conducted by specialized reviewers, ANEVAR members. The frequency of revaluations is dictated by market dynamics the land and buildings owned by the Company belong to.

As stated in the financial statements of 2013, certain accounting policies of the Company and disclosure conditions require the determination of fair value for financial assets and liabilities and for non-financial assets. Fair values were determined for evaluation and / or disclosure of information based on the methods described below. When applicable, additional information on the assumptions used in determining fair values is presented in the notes specific to that asset or liability.

The fair value of lands and buildings is based on the market method using quoted market prices for similar items when available.

The fair value of intangible assets is based on updated cash flows that are expected to arise as a result of the use and finally the sale of these assets.

The fair value of inventories is determined based on estimated selling price that could be obtained in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell inventories.

The fair value of trade receivables and other receivables is estimated as the current value of future cash flows, updated at the market interest rate at the reporting date.

Short-term receivables, which have no stated interest rate, are measured at initial invoice amount if the effect of updating is insignificant. Fair value is determined at initial recognition and, for presentation purposes, at each reporting date.

When applicable, further information on the assumptions made in determining fair values is presented in the notes specific to the asset or the liability.

***(i) Tangible assets***

The fair value of lands and buildings is based on the market method using quoted market prices for similar items when available.

***(ii) Intangible assets***

The fair value of intangible assets is based on updated cash flows that are expected to incur as a result of the use and finally the sale of these assets.

***(iii) Inventories***

The fair value of inventories is determined based on estimated selling price that could be obtained in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell inventories.

***(iv) Trade receivables and other receivables***

The fair value of trade receivables and other receivables is estimated as the current value of future cash flows, updated at the market interest rate at the reporting date.

Short-term receivables, which have no stated interest rate, are measured at initial invoice amount if the effect of updating is insignificant. Fair value is determined at initial recognition and, for presentation purposes, at each annual reporting date.

***(g) Impairment of non-financial assets***

The accounting value of the Company's non-financial assets that are not financial in nature, other than deferred tax assets, is reviewed at each reporting date in order to identify the existence of impairment indications. If such indication exists, the recoverable value of those assets is estimated.

An impairment loss is recognized when the accounting value of the asset or its cash-generating unit exceeds the recoverable value of the asset or cash-generating unit. A cash-generating unit is the smallest identifiable group that generates cash and independently from other assets and groups of assets has the ability to generate cash flows. Impairment losses are recognized in the statement of comprehensive income.

The recoverable value of an asset or cash-generating unit is the maximum between its value in use and its fair value less costs to sell the asset or units. To determine the value in use, the expected future cash flows are updated using a pre-tax discount rate that reflects the current market conditions and the risks specific to the asset.

Impairment losses recognized in prior periods are assessed at each reporting date to determine whether they have decreased or no longer exists. An impairment loss is reviewed in case of any change in the estimates used to determine the recoverable value. An impairment loss is reviewed only if the asset's accounting value does not exceed the accounting value that would have been determined, net of depreciation and amortization, if no impairment loss had been recognized.

**(h) Dividends to be distributed**

Dividends are treated as a distribution of profit in the period in which they were declared and approved by the General Meeting of Shareholders. Dividends declared before the reporting date are recorded as liabilities at the reporting date.

Dividends distributed to shareholders, proposed or declared after the reporting period and other similar distributions from the profit determined under IFRS and included in the annual financial statements should not be recognized as liability at the end of the reporting period.

**(i) Revaluation reserves**

Revaluations are performed with sufficient regularity so that the accounting value does not be materially different from that which would be determined using fair value at the balance sheet date. In this regard, the Company conducted revaluation of lands and buildings by independent auditors on 31 December 2012.

The difference between the value resulting from revaluation and the net accounting value of tangible assets is shown in the revaluation reserve as a distinct sub-item in "Equity".

If the revaluation result is an increase over the net accounting value, then it is treated as follows: as an increase in revaluation reserve presented in equity, if there was a decrease previously recognized as an expense for that asset or as income to compensate the previously recognized decrease in the asset.

If the revaluation result is a decrease over the net accounting value, it is treated as an expense when the entire amount of depreciation when in the revaluation reserve there is no record on an amount related to that asset (revaluation surplus) or as a decrease in revaluation reserve with the minimum between that value and the amount of decrease and the eventual uncovered difference is recorded as an expense.

The revaluation surplus included in the revaluation reserve is transferred to the comprehensive income when the surplus represents a realised gain. The gain is considered realized while the amortisation of the asset for which the revaluation reserve was established, respectively at its deregistration if it was not fully amortized. No part of the revaluation reserve may be distributed, directly or indirectly, unless the revaluated asset was valued, in which case the revaluation surplus is actually a realized gain.

Since 1 May 2009, as a result of changes in tax legislation, revaluation reserves recorded after 1 January 2004 are taxable on fixed asset amortization. Accordingly, the Company recorded a deferred tax liability related to revaluation which is reflected in the value of the asset.

**(j) Legal reserves**

Legal reserves are constituted at a proportion of 5% of gross statutory profit at the end of the financial year until the total legal reserves reach 20% of the nominal (statutory) share capital paid-up in accordance with the law. These reserves are tax deductible and are not distributable than at the liquidation of the Company.

**(k) Related parties**

Parties are considered related if one party has the ability to control, directly or indirectly, or significantly influence the other party either through ownership or under contractual rights, family relationship or otherwise, as defined in IAS 24 "Related Party Disclosures".

**(l) Employee Benefits**

***(i) Short-term benefits***

Short-term employee benefits include salaries, bonuses and social security contributions. Obligations with short-term benefits to employees are not updated and are recognized in the statement of comprehensive income as the related service is provided.

***(ii) Defined contribution plans***

The Company makes payments on behalf of their employees at the Romanian State pension scheme, health fund and unemployment fund in the normal course of business.

All members and employees of the Company are also legally obliged to contribute (through social contributions) to the Romanian State pension scheme (a defined State contribution scheme). All related contributions are recognized in profit or loss for the period when incurred. The Company has no further obligations.

The Company is not engaged in any independent pension scheme and consequently, has no other obligations in this regard. The Company is not engaged in any other postretirement benefit system. The Company has no obligation to provide further services to current or former employees.

**(m) Revenues**

***(i) Sale of goods***

Revenue from sale of goods during the current activities are measured at the fair value of the consideration received or receivable, less returns, trade discounts and volume rebates. Revenue is recognized when

consistent evidence exists, usually in the form of an executed sales contract and the risks and benefits arising from ownership are significantly transferred to the buyer, the recovery of the consideration is probable, the costs and possible returns of goods can be estimated in a credible manner, the entity not involved in the management of sold goods, and the amount of revenue can be reliably measured. If it is likely that certain discounts or rebates to be granted and their value can be reliably measured, then they are recognized as a reduction of revenue as the sales are recognized.

***(ii) Rendering of services***

Revenue from rendering of services is recorded in the accounts as they are rendered. Rendering of services includes execution of works and any other operations that cannot be treated as supplies of goods.

The stage of work completion is determined based on the work progress reports accompanying invoices, acceptance reports or other documents attesting the completion and acceptance of rendered services.

**(n) Financial revenues and expenses**

Financial revenues comprise interest income on invested funds and other financial revenues. Interest income is recognized in profit or loss on an accrual basis using the effective interest method.

Financial expenses comprise interest expense related to loans and other financial expenses. Starting on 01.01.2014 the financial discounts are recorded as financial expenses.

All borrowing costs that are not directly attributable to the acquisition, construction or production of assets with long production cycle are recognized in profit or loss using the effective interest method.

Gains and losses on exchange differences related to financial assets and liabilities are reported on a net basis or as financial income or financial expense depending on the currency fluctuations: net gain or net loss.

**(o) Income tax**

Income tax for the financial year comprises current tax and deferred tax.

Income tax is recognized in the statement of comprehensive income or in other comprehensive income if the tax is related to capital items.

***(i) Current tax***

Current tax is the payable tax on the profit realized in the current period, determined using tax rates applicable at the reporting date, and any adjustment for previous periods.

***(ii) Deferred tax***

Deferred tax is determined by the Company using the balance sheet method for temporary differences arising between the tax basis for the assets and liabilities and their accounting value used for reporting individual financial statements.

Deferred tax is calculated using tax rates expected to apply to the resumption of temporary differences in accordance with the applicable laws at the reporting date.

Deferred tax receivables and liabilities are offset only if there is a legally enforceable right to offset current tax liabilities and receivables and if they are related to the tax collected by the same tax authority on the same entity subject to taxation or for different tax authorities seeking to settle receivables and current tax liabilities using a net basis or related assets and liabilities will be simultaneously realized.

Deferred tax receivables are recognized by the Company only to the extent that it is probable the realisation of future profits that could be used to cover the tax loss. Deferred tax receivables are reviewed at the end of each financial year and are reduced to the extent that the related tax benefit is unlikely to be realized. Additional taxes that arise from the distribution of dividends are recognized at the same date as the obligation to pay dividends.

***(iii) Tax exposures***

For the determination of current and deferred tax, the Company takes into account the impact of uncertain tax positions and the possibility of additional taxes and interest. This assessment is based on estimates and assumptions and involves a series of reasoning about future events. New information may become available,

thereby making the Company amend its reasoning in terms of estimation accuracy of existing tax liabilities; such changes in tax liabilities affect the tax expense in the period in which such determination is performed.

**(p) Earnings per share**

The Company presents basic earnings per share and diluted earnings per ordinary shares. Basic earnings per share are determined by dividing the profit or loss attributable to ordinary shareholders of the Company to the weighted average number of ordinary shares for the period under review. Diluted earnings per share are determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares with dilution effects generated by potential ordinary shares.

**(q) Contingent Assets and Liabilities**

Contingent liabilities are not recognized in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is removed.

A contingent asset is not recognized in the financial statements, it is disclosed when an inflow of economic benefits is probable.

**(r) Subsequent events**

The financial statements reflect events after the end of the year, events that provide additional information about the Company's position at the reporting date or those that indicate a possible violation of the activity continuity principle (events that determine adjustments). Events after the end of the year that do not represent events determining adjustments are disclosed in the notes when considered significant.

**(s) Comparative figures**

The Statement of financial position for the year ended on 31 December 2014 show comparability with the statement of financial position for the period ended on 31 December 2013. Statement of comprehensive income on 31 December 2014 shows comparability with the statement of comprehensive income for the year ended on 31 December 2013.

**(ş) Reporting on segments**

A segment is a distinct component of the company providing certain products or services (operating segment) or providing products or services within a particular geographical environment (geographical segment), which is subject to risks and benefits different from those of other segments. SC BERMAS SA has not identified significant reportable operating or geographical segments or which comply with significant quantitative thresholds to be considered reportable and are separately disclosed and not subject to IFRS 8 Operating Segments.

**t) New standards and interpretations**

There are new standards, amendments to standards and interpretations that are not applicable yet for the financial year ended 31 December 2014 or which have not been adopted by the European Union ("EU"), and that have not been applied in the preparation of these financial statements. None of these standards affects the Company's financial statements.

In the following sections are presented: the list of new standards, amendments and interpretations of standards adopted by the International Accounting Standards Board (IASB) and the European Union entered into force on 1 January 2014 and the list of new standards, amendments and interpretations of standards adopted by the International Accounting Standards Committee but still not adopted by the European Union for the financial year ended on 31 December 2014.

***Standards and interpretations adopted by the International Accounting Standards Committee and by the European Union applicable as of 1 January 2014 but irrelevant for the company***

(a) *IFRS 10 Individual Financial Statements, IFRS 11 Joint Ventures, IFRS 12 Information presented on interests in other entities (2011)*

IFRS 10 introduces a single control model for determining whether an entity invested in should be consolidated. Therefore, the Company could be forced to change the conclusion on strengthening the invested entities, which may result in changes to the current accounting for these investments.

Under IFRS 11, the structure of joint ventures, although an important point, is not the main factor in determining the type of joint venture and therefore subsequent accounting mode.

The Company's interest in a joint venture, that is a commitment in which parties have rights upon assets and corresponding obligations, will be accounted based on the Company's interest in those assets and liabilities.

Society's interest in a joint venture, that is a commitment in which parties have rights to the net assets, will be accounted for by the equity method.

The Company may be required to reclassify joint ventures, which could determine changes in the current accounting for these interests.

IFRS 12 brings together in one standard all the requirements of disclosure information about an entity's interests in subsidiaries, joint ventures, associates and non-individual structured entities. The Company is currently evaluating the disclosure requirements in relation to interests in subsidiaries, joint ventures and associates and non-individual structured entities, compared to the information already disclosed. IFRS 12 requires disclosure of information on the nature, risks and financial impact of these interests.

These standards became effective for annual periods beginning on 1 January 2014, early application permitted, provided their simultaneous application, together with IAS 27 (2011) and IAS 28 (2011).

*(B) Amendments to IFRS 10, IFRS 12 and IAS 27 - Investment Entities*

Amendments to IFRS 10, IFRS 12 and IAS 27 provide exceptions to the consolidation requirements in accordance with IFRS 10 and require entities qualified as investment entities to evaluate their investments in controlled entities and associates and in joint ventures at fair value through the individual statement of profit or loss and other comprehensive income, rather than to strengthen them. The consolidation exception is mandatory, the only exception being when an investment entity has a subsidiary that provides services related to investment activities of the investment entity, case in which it needs to consolidate that subsidiary. In accordance with these essential elements, the investment entity:

• obtains funds from one or more investors, in order to provide those investors investment management services;

• commits to its investors that its business purpose is to invest funds only for gains from capital appreciation, investment income or both; and

• quantifies and evaluates the performance of the majority of its investments on a fair value basis.

The amendments also require additional disclosure requirements for the investment entities.

These amendments became effective for annual periods beginning on 1 January 2014.

*(c) IAS 27 (2011) Individual financial statements*

IAS 27 (2011) continues the existing accounting and disclosure requirements in IAS 27 (2008) for individual financial statements with some minor clarifications. Also, the existing provisions into IAS 28 (2008) and IAS 31 for individual financial statements have been incorporated in IAS 27 (2011). Standard no longer addresses the principle of control or requirements relating to the preparation of consolidated financial statements, which have been incorporated into IFRS 10 - *Individual financial statements*. The Company does not expect IAS 27 (2011) to materially impact on its individual financial statements, as they do not determine a change in accounting policies.

These amendments became effective for annual periods beginning on 1 January 2014, early application permitted, provided simultaneous application of IFRS 10, IFRS 11, IFRS 12 and IAS 28 (2011).

*(d) IAS 28 (2011) Investments in associates and joint ventures*

IAS 28 (2011) suffered a limited number of changes. Accordingly, an entity shall apply IFRS 5 *Non-current assets held for sale and discontinued operations* for an investment or part of an investment in an associated entity or a joint venture that meets the criteria to be classified as held for sale. Any part kept out of an investment in an associated entity or joint venture that has not been classified as held for sale shall be accounted for using the equity method until the transfer of the party classified as held for sale. After the

transfer, an entity shall account for any retained interest in an associate or joint venture using the equity method.

Previously, IAS 28 (2008) and IAS 31 provided that the cessation of significant influence or joint control required the revaluation of any interest in that investment, even if significant influence was followed by control. IAS 28 (2011) requires that in such scenarios the remaining interest in investments not be revaluated.

These amendments became effective for annual periods beginning on 1 January 2014, early application permitted, provided the simultaneous applications with IFRS 10, IFRS 11, IFRS 12 and IAS 27 (2011)

e) *Amendments to IAS 32 Financial Instruments: Presentation* - Offsetting financial assets and financial liabilities (effective for annual financial statements covering periods beginning on or after that 1 January 2013) were published by the International Accounting Standards Committee on 16 December 2011. The amendments provide clarification on the application of rules of offsetting and focuses on four main issues (a) the meaning of "currently has a legally enforceable right to offset"; (B) the existence of intention for net offsetting or simultaneous realization; (C) compensation of collateral amounts; (D) unit of account in applying the offsetting requirements. The Company not expect the amendment to IAS 32 to have a significant impact on its financial statements.

*f) Amendments to IAS 36 Impairment of Assets - recoverable value for non-financial assets* limit the obligation to present the asset's recoverable value if that value is based on fair value less costs related to transfers, for impaired assets.

g) Amendments to IAS 39 entitled *Novation of derivatives and continuation of hedge accounting* provides help in cases where a derivative that has been designated as hedging instrument is novated from one counterparty to a central counterparty as a consequence of laws, regulations or administrative rules. Such a support means that regardless of novation, hedge accounting can continue, which should not be allowed in the absence of an amendment.

*h) IFRIC 21 Fees* provides guidance on the moment when an obligation to pay a fee accounted in accordance with IAS 37 must be recognized. The interpretation defines a charge and states that the event giving rise to liability is the activity that triggers the charge, as identified by law. It also provides guidance on how different charging arrangements should be accounted for, in particular, it clarifies the way in which an event generator obliges and gives rise to a tax liability, is the activity specified in the relevant legislation, which determines the payment of a tax.

***(ii) Standards and interpretations adopted by the International Accounting standards Committee but not adopted by the European Union yet***

Currently, the International Accounting Standards adopted by the European Union do not differ significantly from the standards adopted by the International Accounting Standards Committee, except for the following standards, amendments to existing standards and interpretations that have not been approved for use at the date of approval of the financial statements:

• *IFRS 9 Financial Instruments* (effective for annual periods beginning on 1 January 2015 or after this date). This standard supersedes the provisions of IAS 39 *Financial Instruments: Recognition and Measurement* which relates to the classification and measurement of financial instruments. The standard removes the categories set out in IAS 39: held to maturity, available for sale and credits and receivables. The standard provides two classification categories of financial assets at initial recognition: (a) financial assets measured at amortized cost; or (b) financial assets measured at fair value. A financial asset is measured at amortized cost if the following two conditions are met: the asset is held within a business model for the collection of cash flows; and contractual characteristics provide specific data for collections representing solely payments of principal and interest on the principal outstanding. Gains and losses from financial assets at fair value are recognized in profit or loss, except for those representing investments in equity instruments that are not held

for trading; IFRS 9 allows, on initial recognition, irrevocable option to present fair value changes in other comprehensive income.

No amount recognized in other comprehensive income shall be reclassified to profit or loss at a further date.

The Company does not expect the amendment in IFRS 9 to have a significant impact on the financial statements.

• *Amendments to IFRS 9 Financial Instruments* (effective for annual periods beginning on 1 January 2015 or after). Amendments to IFRS 9 in 2010 replace the provisions of IAS 39 *Financial Instruments: Recognition and measurement*, which refers to the classification and measurement of financial liabilities and de-recognition of financial assets and financial liabilities. The standard preserves almost all the existing requirements of IAS 39 on classifying and measuring financial liabilities and de-recognition of financial assets and financial liabilities. The standard requires that the value of change in fair value attributable to changes in credit risk of the financial liability designated upon initial recognition as measured at fair value through profit or loss to be presented in other elements of comprehensive income and the remaining part of the total gain or loss to be included in profit or loss. However, if this requirement creates or increases an accounting mismatch affecting the profit or loss, the entire change in fair value is presented in other elements of comprehensive income. The amounts presented in other comprehensive income not are subsequently reclassified in profit or loss but may be transferred within equity. Derivatives that are related to and must be settled by delivery of an unquoted equity instrument whose fair value cannot be reliably measured shall be measured at fair value in accordance with IFRS 9.

• *IFRS 14 Regulatory deferral accounts* – the standard becomes effective for annual periods beginning on or after 1 January 2016. IFRS 14 allows entities that adopt IFRS for the first time to continue to recognize amounts related to regulatory taxes as required by generally accepted accounting practices previously applied. However, in order to improve the comparability of entities applying IFRS and that do not recognize these amounts, the standard requires that the effect of tax regulation to be presented separately from other items. An entity that already prepares financial statements in accordance with IFRS is not eligible for standard application.

• *IFRS 15 Revenue from contracts with customers* will apply for financial years beginning after 1 January 2017. Early application is permitted for entities applying IFRS and IFRS and it will replace IFRS 11 Construction Contracts, IAS 18 Revenue and interpretations IFRIC 13, IFRIC 15, IFRIC18 and IAS 31. The aim of issuance of this standard is to formulate a common model for recognition of revenue from contracts with customers regardless of the industry the entity acts in, which will create the conditions to ensure comparability. The basic principle of this standard is that revenue recognition should describe the transfer of goods and services to customers and their evaluation should reflect the consideration to which the entity expects to be entitled in exchange for goods and services. The requirements of IFRS 15 apply to contracts with customers that meet certain conditions. A contract is defined by the standard as an agreement between two or more parties that creates enforceable rights and obligations. An entity accounts for a contract with a customer if the following conditions are met:

a) The parties have approved the contract and agree to meet their obligations

b) The entity can identify each party's rights with respect to the transferred goods and services

c) The entity can identify the payment terms for the transferred goods and services

d) The contract has commercial substance

e) It is likely that the entity collects the consideration it is entitled for in exchange for goods and services transferred to the customer.

The consideration received by the entity from a customer can be recognized as income only if one of the following events occurs:

a) The entity has no outstanding obligations to transfer goods or services to the customer and all or most of the consideration promised by the customer was received and is not refundable

b) The contract was executed and the consideration received from the customer is not refundable.

Any consideration received from a customer is recognized as a liability until the moment of meeting the conditions. If at the beginning of the contract this one meets the conditions to be accounted for as a contract under IFRS 15, the entity will not review its classification unless there is evidence of a significant change in the original facts and circumstances. The amendment of the contract is treated as a separate contract or as an adjustment to the initial contract.

• *Amendments to FRS 11 accounting for acquisitions of interests in joint operations* provides guidance on how to account for the acquisition of a joint operation that constitute a business as defined in IFRS 3 Business Combinations. The amendments states that the relevant principles on accounting for business combinations in IFRS 3 and other standards should be applied. The same requirements should apply to the formation of a joint operation if and only if an existing business contributed to the joint operation by one of the parties participating in the joint operation.

• *Amendments to IAS 16 and IAS 38 Clarification of acceptable methods of depreciation and amortization*

Amendments to IAS 16 prohibit the entities to use the depreciation method based on income for items of tangible assets. Amendments to IAS 38 introduce a rebuttable presumption that revenue is not an adequate basis for the amortization of an intangible asset. This presumption cannot be rebutted except for in two limited cases: when the intangible asset is expressed as a measure of income or if it can be shown that the income and consumption of economic benefits of the intangible asset are strongly correlated.

The amendments apply prospectively for periods beginning on or after 1 January 2016. SC BERMAS SA uses linear method for depreciation and amortization and the implementation of these amendments will have no impact on the financial statements.

**Improvements to IFRS**

Since the IASB issued on 12.12.2013 Annual Improvements to IFRS the 2010-2012 cycle of amendments that came into effect on or after 1 July 2014, the European Commission adopted on 17.12.2014 the (EU) Regulation No 2015/2008 amending the (EC) Regulation No 1126/2008 for the adoption of certain international accounting standards in accordance with the (EC) Regulation no. 1606 / 2002 of the European Parliament and of the Council related to international financial reporting standards 2, 3 and 8 and to the International Accounting Standards 16, 24 and 38. This Regulation shall apply no later than the start date of the first financial year starting on or after 1 February 2015. The Company is currently in the process of assessing the impact of these amendments on the information provided.

- IFRS 2 Share-based Payment: amends the definition of vesting condition and the market condition and adds definitions for the performance condition and for the service condition (previously included in the definition of vesting conditions)
- IFRS 3 Business Combinations: clarifies that contingent consideration in a business acquisition which is not classified as equity is measured subsequently at fair value through profit or loss regardless of whether covered or not within the scope of IFRS 9 Financial Instruments
- IFRS 8 Operating Segments: provides that an entity should disclose the reasoning issued by senior management members when implementing the aggregation criteria for business segments and clarifies that an entity shall disclose only reconciliations of total reportable segment assets to the entity's assets only if the segment assets are reported on a regular basis
- IAS 16 Tangible assets: the improvement clarifies that at the revaluation of one element of tangible assets, the gross accounting value is adjusted as to correspond to a revaluation of fair value
- IAS 24 Related Party Disclosures: the improvement clarifies that an entity providing key management services for the reporting entity is a related party of the reporting entity
- IAS 38 Intangible Assets: the improvement clarifies that at the revaluation of an intangible asset, the gross accounting value is adjusted so that to correspond to a revaluation of fair value

IASB issued Annual Improvements to IFRS - 2011 - 2013 Cycle which is a collection of amendments to IFRS. The amendments shall enter into force for annual periods beginning on or after 1 July 2014. The annual improvements have not been adopted by the EU yet. The company is currently in the process of assessing the impact of this amendment on the information to be provided.

- IFRS 3 Business Combinations: this improvement clarifies that IFRS 3 excludes from its scope the formation of a joint venture in the financial statements of the joint venture itself
- IFRS 13 Fair value measurement: this improvement clarifies that the scope of the exception on the portfolio as defined in paragraph 52 of IFRS 13 includes all contracts immobilized according to the scope of IAS 39 Financial Instruments: Recognition and measurement or IFRS 9 Financial Instruments whether or not meeting the definition of financial assets as defined in IAS 32 Financial Instruments: Disclosure
- IAS 40 Investment Property: this improvement clarifies that, in determining whether a transaction satisfies both the definition of a business combination as defined by IFRS 3 Business Combinations and an investment property the application of the two standards must be obtained independently.

## 5. Tangible assets

| *in lei* | **Lands** | **Buildings** | **Technical equipment and machinery** | **Other equipment, machinery and furniture** | **Fixed assets in progress** | **Total** |
|---|---|---|---|---|---|---|
| *Cost* | | | | | | |
| **Balance on 31 December 2013** | **1,774,100** | **7,232,440** | **15,915,713** | **124,129** | **1,013** | **25,047,395** |
| Input | | | 66,351 | 29,408 | 10,764 | **106,523** |
| Transfers by commissioning | | | 11,777 | | | **11.777** |
| Revaluation decrease | | | | | | **-** |
| Outputs | | | 170,560 | 10,158 | 11,777 | **192,495** |
| **Balance on 31 December 2014** | **1,774,100** | **7,232,440** | **15,823,281** | **143,379** | **0** | **24,973,200** |
| *Accumulated amortisation* | | | | | | |
| **Balance on 31 December 2013** | | **(4,512,623)** | **(3,462,128)** | **(43,850)** | | **(8,018,601)** |
| Expense | | (285,667) | (1,279,891) | (20,097) | | **(1,585,655)** |
| Revaluation decreases | | | | | | - |
| Output amortisation | | | (170,560) | (10,158) | - | **(180,718)** |
| **Balance on 31 December 2014** | **-** | **(4,798,290)** | **(4,571,459)** | **(53,789)** | **-** | **(9,423,538)** |
| *Net accounting value* | | | | | | |
| **Balance on 31 December 2013** | **1,774,100** | **2,719,817** | **12,453,585** | **80,279** | **1,013** | **17,028,794** |
| **Balance on 31 December 2014** | **1,774,100** | **2,434,150** | **11,251,822** | **89,590** | **0** | **15,549,662** |

Some of the tangible assets of the Company are mortgaged or pledged to secure borrowings from banks.

## 6. Intangible assets

| *Cost* | **Other intangible assets** | **Total** |
|---|---|---|
| **Balance on 31 December 2013** | **123,347** | **123,347** |
| Inputs | | - |

| | | |
|---|---|---|
| Transfers | - | - |
| **Balance on 31 December 2014** | **123,347** | **123,347** |
| *Accumulated amortisation* | | |
| **Balance on 31 December 2013** | **(61,934)** | **(61,934)** |
| Expense | (21,675) | (21,675) |
| Transfers | - | - |
| **Balance on 31 December 2014** | **(83,609)** | **(83,609)** |
| *Net accounting value* | | |
| **Balance on 31 December 2013** | **61,413** | **61,413** |
| **Balance on 31 December 2014** | **39,738** | **39,738** |

## 7. Financial assets available for sale

| | 31 December 2013 | 31 Dec 2014 |
|---|---|---|
| To "Victoria" Social-cultural foundation of Suceava | 83,000 | 83,000 |
| **Total** | **83,000** | **83,000** |

The company holds 19,88% of the patrimony of « Victoria » Social-Cultural Foundation of Suceava established in 2002 and registered with the Register of non-profit Associations and Foundations.

## 8. Inventories

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Production in progress | 6,658,999 | 6,823,851 |
| Raw materials and consumables | 6,228,489 | 5,319,033 |
| Finished products and goods | 104,301 | 161,591 |
| **Total** | **12,991,789** | **12,304,475** |

## 9. Trade receivables

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Clients | 758,390 | 979,817 |
| Suppliers – debtors for the purchase of inventory goods | 766,252 | 932,353 |
| Advance payments for tangible assets | - | |
| Adjustments for the depreciation of receivables | (95,699) | (262,489) |
| **TOTAL** | **1,428,943** | **1,649,681** |

## 10. Cash and cash equivalents

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Cash in the cash register | 3,883 | 7,015 |
| Current bank accounts | 26 | 94 |

| | | |
|---|---|---|
| Cash advances | - | - |
| Other values | 18,168 | 12,764 |
| **Total** | **22,077** | **19,873** |

### 11. Other receivables

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Diverse debtors | 1,084,814 | 1,230,194 |
| Other receivables related to personnel | 191 | 72 |
| Adjustments for depreciation different debtors | (346,979) | (424,939) |
| **Total** | **738,026** | **805,327** |

### 12. Share capital

**Company's shareholder structure**

| Balance on 31 December 2014 | Number of shares | Amount (RON) | (%) |
|---|---|---|---|
| Other shareholders | 10,416,771 | 7,291,739.70 | 48.33% |
| Victoria Bermas Association | 6,653,009 | 4,657,106.30 | 30.87% |
| PAS Bermas | 4,483,269 | 3,138,288.30 | 20.80% |
| **Total** | **21,553,049** | **15,087,134** | **100%** |

### 13. Accounts payable for deferred profit tax

Accounts payable for the deferred tax as of 31 December 2014 are detailed below:

| 31 December 2014 | Assets | Liabilities | Net |
|---|---|---|---|
| Tangible assets | 1.478.734 | - | 1.478.734 |
| Inventory | (53.418) | - | (53.418) |
| Trade receivables | (50.283) | - | (50.283) |
| Other receivables | (83.302) | - | (83.302) |
| **Total** | **1.291.731** | | **1.291.731** |
| Net temporary differences – rate 16 % | | | 1.291.731 |
| **Accounts payable for deferred tax** | | | **206.677** |

### 14. Trade payables

| Description | 31 December 2013 | 31 Dec 2014 |
|---|---|---|
| Trade payables | 1,334,385 | 1,272,530 |
| **TOTAL** | **1,334,385** | **1,272,530** |

### Other payables

| Description | 31 December 2013 | 31 Dec 2014 |
|---|---|---|
| Diverse creditors and other payables | 1,189,626 | 504,874 |
| Payables to the local budget | 441,616 | 345,044 |
| Payables to employees | 154,513 | 150,799 |
| Payables to the state budget | (117,160) | (110,719) |
| **TOTAL** | **1,668,595** | **889,998** |

### 15. Short-term bank credits

| Description | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Short-term bank credits | 5,140,634 | 4,427,072 |
| **TOTAL** | **5,140,634** | **4,427,072** |

| Bank | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Raiffeisen Bank Suceava | 2,796,878 | 1,864,485 |
| BRD Suceava | 2,198,776 | 2,047,157 |
| BCR Suceava | 144,980 | 515,430 |
| **TOTAL** | **5,140,634** | **4,427,072** |

On 31 December 2014, short-term payables to banks refer to the following:

• secured overdraft with BRD Suceava amounted to 2.500.000 lei. The remaining balance on 31.12.2014 is amounted to 2.047.157 lei. The interest charged is a fluctuating interest at ROBOR annual rate 3M + 2.0%, which is calculated on the credit balance from the date of provision and until full repayment thereof;

• secured overdraft with Raiffeisen amounted to 3.500.000 lei. The remaining balance on 31.12.2014 is amounted to 1.864.485 lei. The interest charged on the daily debtor balance of the current account is a fluctuating interest at ROBOR annual rate 1M + 1.85%, calculated on the actual number of days of the reference month compared to the year of 360 days. The reference rate will be daily updated;

• secured overdraft with B.C.R. amounted to 1.000.000 lei. The remaining balance on 31.12.2014 is amounted to 515,430 lei. The interest charged is a fluctuating interest at ROBOR annual rate 3M + 1.85% p.a.

Bank overdrafts are secured by:

• mortgage on tangible assets with a net accounting value of 4.535.318 lei on 31 December 2014;

• pledge on inventories of raw material - malt;

• first-ranking pledge and mortgage on current accounts;

• mortgage on liquid assets in the accounts opened with BRD and Raiffeisen Suceava.

**Medium-term bank credits**

On 31.12.2014 SC BERMAS SA was engaged in a credit facility as medium-term credit within the EEFF financing program for the maximum amount of 3.000.000 lei, in order to finance costs related to energy consumption efficiency project which consists in the construction of a thermal power plant. The facility is for a period of 40 months with a grace period of 6 months from the date of the signing of the contract. Interest is charged on due amounts from each withdrawal, at an annual rate equal to the reference rate in RON plus a margin of 2.5% p.a. calculated based on the number of days of the reference month compared to the year of 360 days. The reference rate will be updated periodically at an interval of time equal to the period of interest. On 31 December 2014 the remaining balance of this credit was amounted to 1.215.139 lei of which 900.000 with payment term in 2014.

To obtain this facility the following securities were established:

• mortgages on real property of buildings representing the lot of 5.933 sqm with construction C1 Bottling Industrial Building and 2 lots of 966 sqm and 2.879 sqm located in the built-up area of Scheia commune, Thermal power plant building, all of them with a net accounting value amounted to 2.154.544 lei

• security over open accounts opened by the client with the bank and on the receivables to be collected through those accounts.

• mortgages on real property on machinery and technological equipment representing the M73A type WIESSMANN VITOMAX 200HS boilers with economizer including parts, steam pipe with an accounting value amounted to 2.401.409 lei

• Security over all income related to the letter of bank guarantee issued by SC Loyal SRL

• Security over all collections related to any commercial contracts

### 16. Earnings per share

The calculation of basic earnings per share was based on the profit attributable to ordinary shareholders and the weighted average number of ordinary shares:

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| | | |
| Profit attributable to ordinary shareholders | 1,277,371 | 932,523 |
| Weighted average number of ordinary shares | 21,553,049 | 21,553,049 |
| **Basic earnings per share** | **0.059** | **0.043** |

The Board of Directors of SC "BERMAS" has proposed the distribution of net profit for the financial year ended in 2014 amounted 932.523 lei as follows:

Net profit 2014 932.523 lei

Legal reserve to be established 2014 56.462 lei

Dividends 862.122 lei

Other reserves 13.939 lei

The gross dividend per share that would to be granted for one share held on the registration date is 0.04 lei / share which would represent a rate of 92% of the net profit for the financial year ended in 2014.

### 17. Turnover

Until 31.12.2013 financial discounts were assimilated to the trade discounts accordingly affecting the turnover. Since 01.01.2014 it has been decided to change the accounting policies in this regard and their record in the charges on granted discounts accordingly affecting the financial result. During the period 01.01.2013 - 31.12.2013 financial expenses amounted to 662.960 lei. In comparable figures, revenues from turnover have the following structure:

| | 31.12.2013 | 31.12.2014 |
|---|---|---|
| Sales of finished goods | 24,283,952 | 23,105,080 |
| Sales of semi-finished goods | | 2,160 |
| Sales of residual products | 341,071 | 291,592 |
| Services rendered | 22,178 | 14,376 |
| **Total** | **24,647,201** | **23,413,208** |

### 18. Other revenues

| | 2013 | 2014 |
|---|---|---|
| Subsidies for operating activities | 377,412 | |
| Gifts received | | |
| Operating revenues from the adjustments of current assets impairment | 93,933 | 6,306 |
| Other operating revenues | 626,032 | 491,640 |
| **Total** | **1,097,377** | **497,946** |

# Notes to financial statements

*for the year ended on 31 December 2014*

## 19. Other expenses

| | 2013 | 2014 |
|---|---|---|
| Entertaining, promotion and advertising | 664,914 | 899,972 |
| Operating expenses on the adjustments of current assets impairment | 37,944 | 265,862 |
| Other taxes, duties and similar expenses | 150,457 | 151,006 |
| Insurance premiums | 117,536 | 116,513 |
| Compensations, fines and penalties | 76,682 | 77,572 |
| Travel expenses | 59,146 | 47,915 |
| Postage and telecommunications | 30,539 | 27,844 |
| Commissions and fees | 26,650 | 24,817 |
| Rental and royalty expenses | 2,333 | 2,693 |
| Bad debts written off | - | - |
| Net loss from the sale of tangible assets | 2,828 | - |
| Other operating expenses | 379,059 | 375,045 |
| **Total** | **1,548,088** | **1,989,239** |

## 20. Personnel expenses

| | 2013 | 2014 |
|---|---|---|
| Salaries | 5,322,150 | 5,448,764 |
| Social security and welfare contributions | 1,606,178 | 1,612,554 |
| Meal vouchers | 394,074 | 390,690 |
| **Total** | **7,322,402** | **7,452,008** |

On 31 December 2014 the average number of employees of the company was 194.

## 21. Financial revenues and expenses

| | 2013 | 2014 |
|---|---|---|
| **Financial revenues** | | |
| Net gain from exchange differences | 728 | |
| Interest revenues | | |
| Other financial revenues | - | 15 |

| | 2013 | 2014 |
|---|---|---|
| **Financial expenses** | | |
| Interest expenses | 308,069 | 281,157 |
| Net loss from exchange differences | - | 568 |
| Other financial expenses | 99,471 | 758,065 |
| **Total** | **407,540** | **1,039,789** |

In comparative figures the situation is as follows:

| Financial expenses | | |
|---|---|---|
| Interest expenses | 308,069 | 281,157 |
| Net loss from exchange differences | - | 568 |
| Other financial expenses | 762,431 | 758,065 |
| **Total** | **1,070,500** | **1,039,789** |

## 22. Income tax expense

| | 31.12.2013 | 31.12.2014 |
|---|---|---|
| Current income tax expense | 224,394 | 196,718 |
| | **224,394** | **196,718** |
| **Deferred income tax** | | |
| Deferred income tax expenses | - | - |
| Deferred income tax revenues | 11,751 | 20,537 |
| | **11,751** | **20,537** |
| **Total** | **212,643** | **176,181** |

| | 31.12.2013 | 31.12.2014 |
|---|---|---|
| **Profit before tax** | 1,501,765 | 1,129,241 |
| **Tax acc. to the statutory tax rate of 16% (2013: 16%)** | 240,282 | 180,679 |
| **Effect on the income tax of:** | | |
| Legal reserve | (12,014) | (9,034) |
| Non-deductible expenses | 52,225 | 74,253 |
| Non-taxable revenues | | |
| Sponsoring within legal limits | (56,099) | (49,180) |
| Registration and review of temporary differences | (11,751) | (20,537) |
| **Income tax** | **212,643** | **176,181** |

## 23. Related parties

The persons who are part of the Board of Directors and the Executive Committee represent related parties.

**2013**

| List of members of the Board of Directors | |
|---|---|
| Anisoi Elena | President of the B.D. |
| Dragan Sabin Adrian | Vice-president |
| Vescan Maria Aurora | Member |

| List of the persons in the Executive Committee | |
|---|---|
| Anisoi Elena | General Manager |
| Croitor Octavian | Technical Manager |
| Tebrean Iridenta | Economic Manager |
| Sîngeap Cristina | Commercial Manager |

**2014**

**List of the persons in the Board of Directors**

| | |
|---|---|
| Anisoi Elena | President of the B.D. |
| Dragan Sabin Adrian | Vice-president |
| Vescan Maria Aurora | Member |

**List of the persons in the Executive committee**

| | |
|---|---|
| Anisoi Elena | General Manager |
| Croitor Octavian | Technical manager |
| Tebrean Iridenta | Economic Manager |
| Sîngeap Cristina | Commercial Manager |

| | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Remuneration of the members of the Board of Directors | 84,000 | 90,000 |
| Salaries of the executive managers | 783,655 | 841,513 |

## 24. Commitments

The Company had no capital commitments on 31 December 2014.

## 22. Contingent assets and liabilities

The Company had no contingent assets or liabilities on 31 December 2014.

## 23. Subsequent events

There were no events subsequent the balance sheet date.

## 27. Financial risk management

### Overview

The Company is exposed to the following risks due to the use of financial instruments:

- credit risk;
- liquidity risk;
- market risk.

These notes present information about the Company's exposure to each of the above risks, the company’s objectives, policies and processes for risk assessing and managing and procedures used for managing capital. In these financial statements there is also other quantitative information.

The Company's risk management policies are defined to ensure the risks identification and analysis the Company is dealing with, to set appropriate limits and controls, to monitor risks and to comply with the set limits. Risk policies and management systems are regularly reviewed to reflect changes in market conditions and the Company's activities.

### a) Credit risk

Credit risk is the risk that the Company could incur a financial loss as a result of failure to meet contractual obligations by a customer or counterparty to a financial instrument, and this risk mainly results from trade receivables of the Company.

The accounting value of financial assets represents the maximum exposure to credit risk. The maximum exposure to credit risk was:

*(i) Exposure to credit risk*

| Accounting value | 31.12. 2013 | 31.12. 2014 |
|---|---|---|
| Trade receivables and other current assets | 2,166,971 | 2,455,008 |
| Cash and bank deposits | 22,077 | 19,873 |
| **TOTAL** | **2,189,048** | **2,474,881** |

The Company's exposure to credit risk is mainly influenced by the individual characteristics of each customer.

The management has established a credit policy under which each new customer is individually analysed in terms of creditworthiness before offering the Company's standard conditions for payment and delivery.

The Company establishes an adjustment for impairment that represents its estimate of losses on trade receivables. The adjustments for impairment of receivables mainly relate to specific components corresponding to the significant individual exposures incurred and identified.

*(ii) Depreciation*

Analysis of the number of days of delay for trade receivables and other receivables:

| | 31.12. 2014 | |
|---|---|---|
| *in lei* | **Gross value** | **Depreciation** |
| Not outstanding and outstanding between 0 and 30 days | 203,727 | |
| Outstanding between 31 and 60 days | 293,785 | |
| Outstanding between 61 and 120 days | 513,645 | |
| Outstanding between 121 and 180 days | 54,270 | |
| Outstanding between 181 and 360 days | 5,200 | |
| Over 360 days | 1,139,384 | (687,428) |
| **Total** | **2,210,011** | **(687,428)** |

### a) Liquidity risk

Liquidity risk is the risk that the Company could have difficulty in meeting obligations associated with financial liabilities that are settled in cash or by transferring another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, both under normal and stressed conditions, without incurring unacceptable losses or putting the Company's reputation at risk.

Overall the Company makes sure that it has sufficient cash to cover operating expenses. The following table shows the residual contractual maturities of financial liabilities at the end of the reporting period, including estimated interest payments:

| 31 December 2014 | Accounting value | Contractual cash flows | Less than 2 months | 2 - 12 months | Over 12 months |
|---|---|---|---|---|---|
| Trade payables | 1,272,530 | 1,272,530 | 1,272,530 | | |
| Medium-term credits | 1,215,139 | 1,215,139 | 40,000 | 860,000 | 315,139 |
| Bank short-term loans | 4,427,072 | 4,427,072 | | 4,427,072 | |
| Other payables | 1,020,379 | 1,020,379 | 1,020,379 | | |
| **Total** | **7,935,120** | **7,935,120** | **2,332,909** | **5,287,072** | **315,139** |

### b) Market risk

Market risk is the risk that the change in market prices, such as foreign exchange rate, interest rate and price of equity instruments, affects the Company's income or the value of financial instruments held. The objective of market risk management is to manage and control market risk exposures within acceptable parameters and simultaneously to optimize return on investment.

#### Interest rate risk

##### *(i) Profile of the risk exposure*

At the reporting date, the profile of interest rate exposure corresponding to the interest-bearing financial instruments held by the Company was:

| Instruments with variable rate | 31 December 2013 | 31 December 2014 |
|---|---|---|
| Medium-term credits | 2,053,958 | 1,215,139 |
| Bank short-term loans | 5,140,634 | 4,427,072 |
| **Total** | **7,194,592** | **5,642,211** |

##### *(ii) Sensitivity analysis of fair value for instruments with fixed interest rate*

The Company has not classified financial assets or liabilities with fixed interest rates at fair value through profit or loss or available for sale. Therefore, a change in interest rates at the reporting date would not affect the statement of comprehensive income.

##### *(iii) Sensitivity analysis of cash flow for instruments with variable interest rate*

An increase in interest rates by 1% at the reporting date would have resulted in a decrease in profit by 47.839 lei for the year ended on 31 December 2014 (31 December 2013: 51.406 lei). This analysis assumes that all other variables, in particular foreign exchange rates, remain constant.

A depreciation of interest rates by 100 basis points on 31 December 2014 would have led to the same effect, but to the contrary, the amounts presented above, considering that all other variables remain constant.

### d) Currency risk

The Company is exposed to currency risk due to acquisitions and liabilities that are denominated in a currency other than the functional one, respectively in euro.

Company's exposure to currency risk is shown below:

| 31 December 2014 | RON | EURO | USD | Other currencies |
|---|---|---|---|---|
| **Financial assets** | | | | |
| Trade receivables and other current assets | 2,455,008 | - | - | - |
| Cash and bank deposits | 19,805 | 68 | - | - |
| | **2,474,813** | **68** | **-** | **-** |
| **Financial payables** | | | | |
| Trade payables | 1,261,200 | 11,330 | - | - |
| Short-term loans | 4,427,072 | - | - | - |
| Other payables | 1,020,379 | - | - | - |
| | **6,708,651** | **11,330** | **-** | **-** |

##### *Sensitivity analysis*

An appreciation by 10 percentage points of the RON currency on 31 December 2014 compared to euro would have resulted in a decrease of profit by 1.077 lei.

**e) Taxation risk**

Starting on 1 January 2007, following the accession of Romania to the European Union, the Company had to apply EU tax regulations and implement the changes brought by the EU law. The way in which the Company has implemented these changes remains open to tax audit for five years.

The interpretation of the text and the practical implementation procedures of the new EU tax regulations in force may vary, and there is a risk that certain transactions, for example, could be viewed differently by the tax authorities compared to their treatment by the Company.

In addition, the Romanian Government has an important number of agencies authorized to audit companies operating in Romania. These controls are similar to tax audits in other countries and can cover not only tax aspects, but also other regulatory and legal aspects of interest to these agencies. It is possible that the Company is subject to tax audits as new tax regulations are issued.

**f) Business environment**

The global crisis of credit and liquidity that started in mid-2007 resulted, inter alia, in a low and difficult access to capital market funding, a low level of liquidity in the Romanian banking sector and elevated rates for interbank loans. Significant losses experienced in international financial markets could affect the Company's ability to obtain new loans and refinance loans it already has under the terms and conditions of previous transactions.

Setting the compliance with loan contracts and other contractual obligations and also the evaluation of significant uncertainties represent new challenges for the Company.

Debtors of the Company may also be affected by low liquidity situation, which could affect their ability to repay outstanding debts. The deterioration of financial conditions in which debtors operate could also have an impact on the management of cash flow projections and on the evaluation of financial and non-financial asset impairment. To the extent that information was available, management has included revised estimates of future cash flows in its impairment policy.

Fears that the deterioration of financial conditions could contribute to diminishing confidence in the future has determined the development of joint efforts from governments and central banks to adopt measures to counter the vicious circle of increasing risk aversion and to minimize the effects of the financial crisis and, finally, to restore the normal operation of the market.

The Company's management believes that the Company's liquidity could be affected in 2015 following a series of events or uncertainty factors such as:

• unfavourable market circumstances that would lead to the inability to cope with competition, with the possibility of setting concerted price by groups that hold dominant positions in the market, to which more temporary anticompetitive policies could be added;

• increase in fuel and energy prices with major implications in production costs taking into account the manufacturing cycle of malt and beer based on conventional technology that involves 120 days (malt + beer)

• increase in taxes and duties, mainly in the excise on beer;

• deliberate or accidental entry into insolvency of the Company's customers - beer distributors as a result of limiting their access to credit in order to support their activity which would increase commercial risks to the collection of goods.

The management believes that it takes all necessary measures to support the sustainability and growth of the Company's business under current conditions by:

• constantly monitoring its liquidity;

• short-term forecasting of net liquidity;

• monitoring incoming and outgoing flows of cash (daily), assessment of effects on borrowers.

**g) Capital adequacy**

The Company’s policy is to maintain a strong capital base required to maintain the confidence of investors, creditors and market and to support further development of the entity.

The Company's equity includes the share capital, different types of reserves and retained earnings. The Company is not subject to externally imposed capital requirements.