



## **CONSOLIDATED 9M 2009 FINANCIAL STATEMENTS**

The Nine Month 2009 Financial Report was prepared in accordance with article 4 of Law 3556/2007, has been approved by the BoD of Hellenic Exchanges S.A. on November 4<sup>th</sup> 2009, and have been posted on the Company's website [www.helex.gr](http://www.helex.gr)

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## **1. NINE MONTH FINANCIAL STATEMENTS 30.09.2009**

## 1.1. STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD

| STATEMENT OF COMPREHENSIVE INCOME<br>9M 2009                   | Notes | GROUP             |                   |                   |                   | COMPANY           |                   |                   |                   |
|--|-------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
|  |       | 01.01<br>30.09.09 | 01.01<br>30.09.08 | 01.07<br>30.09.09 | 01.07<br>30.09.08 | 01.01<br>30.09.09 | 01.01<br>30.09.08 | 01.07<br>30.09.09 | 01.07<br>30.09.08 |
| <b>Revenue</b>   |       |                   |                   |                   |                   |                   |                   |                   |                   |
| Revenue from stock market (trading)                            | 2.6   | 10.273            | 18.631            | 4.003             | 4.582             | 0                 | 0                 | 0                 | 0                 |
| Revenue from stock market (clearing & settl.)                  | 2.6   | 16.041            | 31.754            | 6.299             | 7.479             | 16.041            | 31.754            | 6.299             | 7.479             |
| Revenue from listed companies & new listings                   | 2.7   | 8.449             | 7.798             | 4.964             | 2.404             | 2.104             | 1.866             | 1.339             | 602               |
| Revenue from subscr. & member terminals                        | 2.8   | 992               | 2.388             | 384               | 703               | 0                 | 0                 | 0                 | 0                 |
| Central Registry management                                    | 2.9   | 2.886             | 4.058             | 1.033             | 1.211             | 2.886             | 4.058             | 1.033             | 1.211             |
| Off exchange transactions / OTC                                | 2.10  | 1.518             | 4.676             | 475               | 1.261             | 1.517             | 4.676             | 474               | 1.261             |
| Revenue from derivatives market (trading)                      | 2.11  | 2.265             | 4.567             | 608               | 1.496             | 0                 | 0                 | 0                 | 0                 |
| Revenue from derivatives market (clearing)                     | 2.11  | 3.608             | 3.865             | 1.270             | 1.249             | 3.609             | 3.865             | 1.271             | 1.249             |
| Revenue from data vendors                                      | 2.12  | 3.473             | 3.266             | 1.029             | 983               | 0                 | 0                 | 0                 | 0                 |
| Revenue from ATHEX-CSE Common Platform                         | 2.13  | 534               | 677               | 120               | 246               | 255               | 338               | 7                 | 134               |
| Revenue from Auxiliary Fund management                         | 2.14  | 499               | 1.084             | 155               | 305               | 499               | 1.084             | 155               | 305               |
| Revenue from IT services                                       | 2.15  | 1.728             | 983               | 443               | 231               | 395               | 263               | 324               | 12                |
| Revenue from other activities                                  | 2.17  | 805               | 1.663             | 263               | 95                | 912               | 1.355             | 596               | 463               |
| <b>Turnover</b>  |       | <b>53.071</b>     | <b>85.410</b>     | <b>21.046</b>     | <b>22.245</b>     | <b>28.218</b>     | <b>49.259</b>     | <b>11.498</b>     | <b>12.716</b>     |
| Capital Market Commission fee                                  | 2.27  | (2.489)           | (4.669)           | (953)             | (1.208)           | (1.376)           | (2.590)           | (530)             | (678)             |
| <b>Total operating revenue</b>                                 |       | <b>50.582</b>     | <b>80.741</b>     | <b>20.093</b>     | <b>21.037</b>     | <b>26.842</b>     | <b>46.669</b>     | <b>10.968</b>     | <b>12.038</b>     |
| Non recurring revenue  | 2.18  | 1.775             | 3.718             | 0                 | 3.718             | 1.775             | 0                 | 0                 | 0                 |
| <b>Total revenue</b>   |       | <b>52.357</b>     | <b>84.459</b>     | <b>20.093</b>     | <b>24.755</b>     | <b>28.617</b>     | <b>46.669</b>     | <b>10.968</b>     | <b>12.038</b>     |
| <b>Personnel remuneration and expenses</b>                     |       |                   |                   |                   |                   |                   |                   |                   |                   |
| Personnel remuneration and expenses                            | 2.19  | 10.619            | 11.678            | 3.433             | 3.618             | 4.784             | 5.541             | 1.523             | 1.652             |
| Third party remuneration and expenses                          | 2.20  | 926               | 1.136             | 279               | 331               | 92                | 434               | 51                | 131               |
| Utilities  | 2.21  | 1.275             | 1.355             | 373               | 458               | 545               | 570               | 176               | 149               |
| Maintenance / IT support                                       | 2.22  | 1.440             | 1.526             | 487               | 644               | 248               | 378               | 83                | 145               |
| Taxes-VAT  | 2.23  | 777               | 800               | 276               | 292               | 304               | 306               | 133               | 124               |
| Building / equipment management                                | 2.24  | 817               | 703               | 300               | 138               | 618               | 461               | 231               | 64                |
| Marketing and advertising costs                                | 2.25  | 175               | 262               | 85                | 133               | 44                | 83                | (16)              | 37                |
| Other expenses   | 2.26  | 1.084             | 2.419             | 303               | 682               | 626               | 1.118             | 252               | 225               |
| <b>Total operating expenses</b>                                |       | <b>17.113</b>     | <b>19.879</b>     | <b>5.536</b>      | <b>6.296</b>      | <b>7.261</b>      | <b>8.891</b>      | <b>2.433</b>      | <b>2.527</b>      |
| <b>Operating result (EBIDTA)</b>                               |       | <b>35.244</b>     | <b>64.580</b>     | <b>14.557</b>     | <b>18.459</b>     | <b>21.356</b>     | <b>37.778</b>     | <b>8.535</b>      | <b>9.511</b>      |
| Depreciation   | 2.30  | (1.929)           | (2.038)           | (648)             | (647)             | (942)             | (964)             | (315)             | (315)             |
| <b>Earnings Before Interest and Taxes (EBIT)</b>               |       | <b>33.315</b>     | <b>62.542</b>     | <b>13.909</b>     | <b>17.812</b>     | <b>20.414</b>     | <b>36.814</b>     | <b>8.220</b>      | <b>9.196</b>      |
| Capital income   | 2.29  | 3.864             | 6.557             | 797               | 2.055             | 527               | 2.238             | 131               | 482               |
| Securities revaluation difference and other financial expenses | 2.29  | (7)               | (503)             | (3)               | (16)              | (3)               | (6)               | (1)               | (1)               |
| Dividend income  |       | 0                 | 0                 | 0                 | 0                 | 28.001            | 54.679            | 28.001            | 0                 |
| <b>Earnings Before Taxes (EBT)</b>                             |       | <b>37.172</b>     | <b>68.596</b>     | <b>14.703</b>     | <b>19.851</b>     | <b>48.939</b>     | <b>93.725</b>     | <b>36.351</b>     | <b>9.677</b>      |
| Income Tax   | 2.36  | (9.311)           | (18.423)          | (3.696)           | (5.406)           | (5.198)           | (10.423)          | (2.050)           | (2.360)           |
| <b>Net profit after tax</b>                                    |       | <b>27.861</b>     | <b>50.173</b>     | <b>11.007</b>     | <b>14.445</b>     | <b>43.741</b>     | <b>83.302</b>     | <b>34.301</b>     | <b>7.317</b>      |
| <i>Distributed to:</i>   |       |                   |                   |                   |                   |                   |                   |                   |                   |
| Minority interest  |       | 0                 | 0                 |                   |                   |                   |                   |                   |                   |
| Company shareholders   |       | 27.861            | 50.173            |                   |                   |                   |                   |                   |                   |

|  | Notes | GROUP             |                   |                   |                   | COMPANY           |                   |                   |                   |
|--|-------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
|  |       | 01.01<br>30.09.09 | 01.01<br>30.09.08 | 01.07<br>30.09.09 | 01.07<br>30.09.08 | 01.01<br>30.09.09 | 01.01<br>30.09.08 | 01.07<br>30.09.09 | 01.07<br>30.09.08 |
| <b>Net profit after tax (A)</b>                                      |       | <b>27.861</b>     | <b>50.173</b>     | <b>11.007</b>     | <b>14.445</b>     | <b>43.741</b>     | <b>83.302</b>     | <b>34.301</b>     | <b>7.317</b>      |
| <b>Total other revenue (loss) - Profit from securities valuation</b> |       |                   |                   |                   |                   |                   |                   |                   |                   |
| 9M 2009 bond valuation result  |       | 208               | (688)             | 388               | (688)             | 0                 | 0                 | 0                 | 0                 |
| Tax on the valuation   |       | (51)              | (172)             | (97)              | (172)             | 0                 | 0                 | 0                 | 0                 |
| <b>Other comprehensive income / (loss) after tax (B)</b>             |       | <b>157</b>        | <b>(860)</b>      | <b>291</b>        | <b>(860)</b>      | <b>0</b>          | <b>0</b>          | <b>0</b>          | <b>0</b>          |
| <b>Total comprehensive income after tax (A) + (B)</b>                |       | <b>28.018</b>     | <b>49.313</b>     | <b>11.298</b>     | <b>13.585</b>     | <b>43.741</b>     | <b>83.302</b>     | <b>34.301</b>     | <b>7.317</b>      |
| <i>Distributed to</i>  |       |                   |                   |                   |                   |                   |                   |                   |                   |
| Minority interest  |       | 0                 | 0                 |                   |                   |                   |                   |                   |                   |
| Company shareholders   |       | 28.018            | 49.313            |                   |                   |                   |                   |                   |                   |
| After tax profits per share (basic and weighted)                     | 2.41  | 0,429             | 0,715             |                   |                   |                   |                   |                   |                   |

## 1.2. STATEMENT OF FINANCIAL POSITION

| STATEMENT OF FINANCIAL POSITION                | Notes | Group    |          | Company  |          |
|--|-------|----------|----------|----------|----------|
|  |       | 30.09.09 | 31.12.08 | 30.09.09 | 31.12.08 |
| ASSETS   |       |          |          |          |          |
| Current Assets                                 |       |          |          |          |          |
| Cash and cash equivalents                      | 2.29  | 106.978  | 121.933  | 17.544   | 17.094   |
| Clients  | 2.28  | 4.937    | 6.134    | 2.171    | 2.198    |
| Other receivables                              | 2.28  | 8.135    | 3.649    | 7.201    | 1.730    |
| Securities at fair value                       | 2.29  | 10.408   | 10.200   | 0        | 0        |
|  |       | 130.458  | 141.916  | 26.916   | 21.022   |
| Non Current Assets                             |       |          |          |          |          |
| Tangible assets for own use                    | 2.30  | 28.936   | 30.294   | 25.084   | 25.812   |
| Intangible assets                              | 2.30  | 208      | 290      | 18       | 8        |
| Non current assets available for sale          | 2.30  | 5.738    | 5.930    | 5.738    | 5.930    |
| Participations and other long-term receivables | 2.31  | 4.486    | 4.475    | 239.682  | 239.671  |
| Deferred tax                                   | 2.35  | 1.909    | 1.959    | 1.151    | 1.092    |
|  |       | 41.277   | 42.948   | 271.673  | 272.513  |
| TOTAL ASSETS                                   |       | 171.735  | 184.864  | 298.589  | 293.535  |
| LIABILITIES & EQUITY                           |       |          |          |          |          |
| Short term liabilities                         |       |          |          |          |          |
| Suppliers and other liabilities                | 2.32  | 13.752   | 12.629   | 10.787   | 7.986    |
| Deferred tax                                   | 2.30  | 3.192    | 3.192    | 3.192    | 3.192    |
| Taxes payable                                  | 2.36  | 1.097    | 4.455    | 819      | 3.178    |
| Social security                                |       | 233      | 459      | 97       | 190      |
|  |       | 18.274   | 20.735   | 14.895   | 14.546   |
| Long term liabilities                          |       |          |          |          |          |
| Subsidies and other long term liabilities      | 2.34  | 550      | 550      | 0        | 0        |
| Provisions                                     | 2.33  | 3.160    | 3.190    | 1.757    | 1.834    |
|  |       | 3.710    | 3.740    | 1.757    | 1.834    |
| Equity and reserves                            |       |          |          |          |          |
| Share Capital                                  | 2.37  | 71.906   | 88.107   | 71.906   | 88.107   |
| less: treasury stock                           | 2.37  | 0        | (40.637) | 0        | (40.637) |
| Share premium                                  | 2.37  | 94.279   | 94.279   | 94.279   | 94.279   |
| Reserves                                       | 2.37  | 80.224   | 109.065  | 58.591   | 87.923   |
| Goodwill                                       |       | (292)    | (292)    | (292)    | (292)    |
| Retained earnings / (losses)                   |       | (96.371) | (90.138) | 57.453   | 47.775   |
| Shareholders' equity                           |       | 149.746  | 160.384  | 281.937  | 277.155  |
| Minority interest                              |       | 5        | 5        |          |          |
| Total Shareholders' Equity                     |       | 149.751  | 160.389  | 281.937  | 277.155  |
| TOTAL LIABILITIES & SHAREHOLDERS' EQUITY       |       | 171.735  | 184.864  | 298.589  | 293.535  |

### 1.3. STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD

#### 1.3.1. HELEX GROUP

| CHANGES IN EQUITY                        | Share Capital | Treasury Stock  | Share Premium | Reserves       | Retained Earnings | Minority Interest | Total Equity   |
|--|---------------|-----------------|---------------|----------------|-------------------|-------------------|----------------|
| <b>Balance on 1.1.2008</b>               | <b>88.107</b> | <b>0</b>        | <b>94.279</b> | <b>64.758</b>  | <b>(57.979)</b>   | <b>5</b>          | <b>189.170</b> |
| Results for the period                   |               |                 |               |                | 50.173            |                   | 50.173         |
| Reserve transfer                         |               |                 |               | 3.964          | (3.964)           |                   | 0              |
| Share buyback                            |               | (29.899)        |               |                |                   |                   | (29.899)       |
| Dividends paid 2007                      |               |                 |               |                | (52.864)          |                   | (52.864)       |
| Special securities revaluation reserve   |               |                 |               | (688)          |                   |                   | (688)          |
| Stock option plan reserve                |               |                 |               | 548            |                   |                   | 548            |
| <b>Balance on 30.9.2008</b>              | <b>88.107</b> | <b>(29.899)</b> | <b>94.279</b> | <b>68.582</b>  | <b>(64.634)</b>   | <b>5</b>          | <b>156.440</b> |
| Results for the period                   |               |                 |               |                | 14.841            |                   | 14.841         |
| Building revaluation reserve             |               |                 |               |                |                   |                   | 0              |
| Land revaluation reserve                 |               |                 |               |                |                   |                   | 0              |
| Reserve reduction from asset revaluation |               |                 |               | 296            |                   |                   | 296            |
| Share buyback                            |               | (10.738)        |               | 40.637         | (40.637)          |                   | (10.738)       |
| Special securities revaluation reserve   |               |                 |               | (233)          |                   |                   | (233)          |
| Stock option plan reserve                |               |                 |               | (217)          |                   |                   | (217)          |
| <b>Balance on 31.12.2008</b>             | <b>88.107</b> | <b>(40.637)</b> | <b>94.279</b> | <b>109.065</b> | <b>(90.430)</b>   | <b>5</b>          | <b>160.389</b> |
| Results for the period                   |               |                 |               |                | 27.861            |                   | 27.861         |
| Reserve transfer                         |               |                 |               | 4.678          | (4.678)           |                   | 0              |
| Special securities revaluation reserve   |               |                 |               | 157            |                   |                   | 157            |
| Stock option plan reserve                |               |                 |               | 565            |                   |                   | 565            |
| Cancellation of treasury stock           | (6.396)       | 40.637          |               | (34.241)       |                   |                   | 0              |
| Dividends paid 2008                      |               |                 |               |                | (29.416)          |                   | (29.416)       |
| Share capital return                     | (9.805)       |                 |               |                |                   |                   | (9.805)        |
| <b>Balance on 30.9.2009</b>              | <b>71.906</b> | <b>0</b>        | <b>94.279</b> | <b>80.224</b>  | <b>(96.663)</b>   | <b>5</b>          | <b>149.751</b> |

(Amounts in thousand euro unless otherwise noted)



**1.3.2. HELEX**

| <b>CHANGES IN EQUITY</b>                 | <b>Share Capital</b> | <b>Treasury Shares</b> | <b>Share Premium</b> | <b>Reserves</b> | <b>Retained Earnings</b> | <b>Minority Interest</b> | <b>Total Equity</b> |
|--|----------------------|------------------------|----------------------|-----------------|--------------------------|--------------------------|---------------------|
| <b>Balance on 1.1.2008</b>               | <b>88.107</b>        | <b>0</b>               | <b>94.279</b>        | <b>42.889</b>   | <b>52.682</b>            | <b>0</b>                 | <b>277.957</b>      |
| Results for the period                   |                      |                        |                      |                 | 83.302                   |                          | 83.302              |
| Dividends paid                           |                      |                        |                      |                 | (52.864)                 |                          | (52.864)            |
| Reserve transfer                         |                      |                        |                      | 3.952           | (3.952)                  |                          | 0                   |
| Share buy-back                           |                      | (29.899)               |                      |                 |                          |                          | (29.899)            |
| Reserve reduction from asset revaluation |                      |                        |                      | 255             |                          |                          | 255                 |
| <b>Balance on 30.9.2008</b>              | <b>88.107</b>        | <b>(29.899)</b>        | <b>94.279</b>        | <b>47.096</b>   | <b>79.168</b>            | <b>0</b>                 | <b>278.751</b>      |
| Results for the period                   |                      |                        |                      |                 | 8.952                    |                          | 8.952               |
| Reserve reduction from asset revaluation |                      |                        |                      | 296             |                          |                          | 296                 |
| Share buy-back                           |                      | (10.738)               |                      | 40.637          | (40.637)                 |                          | (10.738)            |
| Stock option plan reserve                |                      |                        |                      | (106)           | 0                        |                          | (106)               |
| <b>Balance on 31.12.2008</b>             | <b>88.107</b>        | <b>(40.637)</b>        | <b>94.279</b>        | <b>87.923</b>   | <b>47.483</b>            | <b>0</b>                 | <b>277.155</b>      |
| Results for the period                   |                      |                        |                      |                 | 43.741                   |                          | 43.741              |
| Reserve transfer                         |                      |                        |                      | 4.647           | (4.647)                  |                          | 0                   |
| Stock option plan reserve                |                      |                        |                      | 262             |                          |                          | 262                 |
| Cancellation of treasury stock           | (6.396)              | 40.637                 |                      | (34.241)        |                          |                          | 0                   |
| Dividends paid                           |                      |                        |                      |                 | (29.416)                 |                          | (29.416)            |
| Share capital return                     | (9.805)              |                        |                      |                 |                          |                          | (9.805)             |
| <b>Balance on 30.9.2009</b>              | <b>71.906</b>        | <b>0</b>               | <b>94.279</b>        | <b>58.591</b>   | <b>57.161</b>            | <b>0</b>                 | <b>281.937</b>      |

## 1.4. CASH FLOW STATEMENT

|  | Notes | Group           |                 | Company         |                 |
|--|-------|-----------------|-----------------|-----------------|-----------------|
|  |       | 30.09.2009      | 30.09.2008      | 30.09.2009      | 30.09.2008      |
| <b>Operating activities</b>  |       |                 |                 |                 |                 |
| Profit before tax  |       | 37.172          | 68.596          | 48.939          | 93.725          |
| <b>Adjustments for</b>   |       |                 |                 |                 |                 |
| Depreciation   | 2.30  | 1.929           | 2.038           | 942             | 964             |
| Provisions   |       | 186             | 196             | 95              | 106             |
| Interest/ securities provisions  |       | 7               | 1.442           |                 | 267             |
| Interest income  |       | (3.864)         | (6.557)         | (527)           | (2.238)         |
| Dividends received   |       |                 |                 | (28.001)        | (54.679)        |
| Interest and related expenses paid   |       | 7               | 503             | 3               | 6               |
| Other non cash changes   |       |                 |                 |                 |                 |
| Stock option plan provisions   |       | 565             | 548             | 263             | 255             |
| Profit from asset sales  |       | 0               | (3.343)         |                 | (18)            |
| Provisions used  | 2.33  | (216)           | (168)           | (172)           | (133)           |
| <b>Plus/ minus adjustments for changes in working capital or concerning operating activities</b>       |       |                 |                 |                 |                 |
| Decrease / (increase) in receivables   |       | (3.289)         | 1.242           | (5.444)         | 893             |
| (Decrease)/ increase of liabilities (except banks)   |       | (3.487)         | (8.533)         | (163)           | (27.916)        |
| Interest received  |       | 3.834           | 5.115           | 527             | 1.971           |
| Taxes paid   | 2.36  | (8.564)         | (21.732)        | (4.788)         | (12.936)        |
| <b>Net cash generated from operating activities (a)</b>  |       | <b>24.280</b>   | <b>39.347</b>   | <b>11.674</b>   | <b>267</b>      |
| <b>Investment activities</b>   |       |                 |                 |                 |                 |
| Purchase of tangible and intangible assets   | 2.30  | (12)            | (205)           | (2)             | (1)             |
| Sale of tangible and intangible assets   |       | 2               | 13.414          |                 | 21              |
| Securities   |       |                 | 7.146           |                 |                 |
| Increase in participations   |       |                 | (1.387)         |                 | (1.401)         |
| Dividends received   |       |                 |                 | 28.001          | 54.679          |
| <b>Net cash from investing activities (b)</b>  |       | <b>(10)</b>     | <b>18.968</b>   | <b>27.999</b>   | <b>53.298</b>   |
| <b>Financing activities</b>  |       |                 |                 |                 |                 |
| Interest and related expenses paid   |       | (4)             | (1.191)         | (2)             | (6)             |
| Increase in reserves   |       |                 | (29.899)        |                 | (29.899)        |
| Share capital return   |       | (9.805)         |                 | (9.805)         |                 |
| Dividends payments   |       | (29.416)        | (52.864)        | (29.416)        | (52.864)        |
| <b>Net cash generated from financing activities (c)</b>  |       | <b>(39.225)</b> | <b>(83.954)</b> | <b>(39.223)</b> | <b>(82.769)</b> |
| Net increase/ (decrease) in cash and cash equivalents from the beginning of the period (a) + (b) + (c) |       | (14.955)        | (25.639)        | 450             | (29.204)        |
| <b>Cash and cash equivalents at beginning of period</b>  |       | <b>121.933</b>  | <b>159.710</b>  | <b>17.094</b>   | <b>60.577</b>   |
| <b>Cash and cash equivalents at end of period</b>  | 2.29  | <b>106.978</b>  | <b>134.071</b>  | <b>17.544</b>   | <b>31.373</b>   |

## **2. NOTES TO THE FINANCIAL STATEMENTS OF 30.09.2009**

## 2.1. Information about the Company

The Company "HELLENIC EXCHANGES S.A. HOLDING, CLEARING, SETTLEMENT & REGISTRY" was founded in 2000 (Government Gazette 2424/31-3-2000) and is registered in the Companies Register with No 45688/06/B/00/30. Its head office is in the Municipality of Athens at 110 Athinon Ave, Postal Code 10442. The shares of the Company are listed in the Large Capitalization segment of the Athens Exchange. The company's scope of business is the participation into any business of any legal form with objectives related to the support and operation of organized capital markets, the provision of support services to the operation of organized capital markets and Multilateral Trading Facilities, and the participation in contracts on derivatives products that take place on ATHEX.

The 9M 2009 financial statements have been approved by the Board of Directors of HELEX on 4.11.2009.

## 2.2. Basis of preparation of the financial statements

The consolidated and corporate financial statements of September 30<sup>th</sup> 2009 have been compiled on the basis of the historical cost as modified by the revaluation of specific assets and liabilities to fair values (mainly the trading portfolio of securities and real estate), and are in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standard Board (IASB) as well as their interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) of IASB and adopted by the European Union with regulation 1606/2002 up until 30.09.2009.

The accounting principles mentioned below have been applied consistently in all the periods presented.

The preparation of financial statements in accordance with the IFRS requires the use of estimates and judgment during the application of the accounting principles by the Group. The most important of the assumptions made are mentioned in the notes to the Financial Statements, whenever deemed necessary. It should be noted that, despite the fact that these estimates are based on the best possible knowledge of the Management of the Company and the Group as regards the current conditions and actions, actual results might be different in the end.

There was no reason to change the classification of any amounts in the statement of comprehensive income and the balance sheet and to restate the results of last year's period, in order to make them comparable, for the purpose of providing better information.

## 2.3. Basic Accounting Principles

The accounting principles used by the Group for preparing its financial statements are the following:

### 2.3.1. Companies Consolidated and Methods of Consolidation

**Subsidiaries:** These are companies which are controlled, directly or indirectly, by another company (parent) either via the possession of the majority of its voting rights or, when not possessing the majority of the shares, following an agreement of the parent company with other shareholders. Subsidiaries are consolidated with the full consolidation method (acquisition method) starting on the date of acquisition of control; they stop being consolidated from the date when such control no longer exists.

Control of the subsidiaries by the Group is reported using the acquisition method. The acquisition cost of a subsidiary consists of the fair value of the:

- assets provided;
- shares issued;
- liabilities assumed on the exchange date;

- cost directly associated with the transaction.

Assets, liabilities and contingent liabilities acquired via a business merger are assessed at their fair values during the acquisition and any difference between the acquisition cost and the fair value of the acquired assets is recognized as goodwill, provided that the acquisition cost is higher. If the total acquisition cost is lower than the fair value of the acquired assets, the discrepancy is directly recognized in the results.

Especially for business mergers realized before the transition date of the Group to IFRS (January 1<sup>st</sup> 2004), the exemption of IFRS 1 was used and the acquisition method was not applied retroactively. In the framework of the abovementioned exemption, the Company did not recalculate either the acquisition cost of the subsidiaries acquired before the transition date to IFRS, or the fair value of the acquired assets and liabilities on the acquisition date and it has not recognized goodwill in the consolidated financial statements according to IFRS.

Intra-Group transactions, remaining and non realized profits from transactions between the companies of the Group are eliminated. Non realized losses are also eliminated unless the transaction includes impairment indications of the transferred asset. The accounting principles of the subsidiaries have been modified so that there is uniformity between them and the principles adopted by the Group.

In the individual Financial Statements of HELEX, the participation in subsidiary companies is estimated at the acquisition value minus any provision for impairment of their values. Impairment indications can be drawn from the current value of similar companies, the assets and the results of each subsidiary and the expected cash flows. As the subsidiaries of HELEX are not listed so as to have an indication of their current value, a valuation study was done (conducted by independent estimators) on their "purchase cost", as provided for by IAS 36.

The companies of the Group with their relevant activities and participation percentages included in the consolidated financial statements (with the full consolidation method) are:

| Company                                   | Head Office  | Activity  | % of direct participation | % of Group |
|---|--------------|---|---------------------------|------------|
| <b>Athens Exchange</b>                    | Athens       | Organization and support of the operation of the stock and derivatives markets as well as other financial instruments | 100%                      | 100%       |
| <b>Thessaloniki Stock Exchange Centre</b> | Thessaloniki | Provision of support services to brokerage company branch offices and investors in Thessaloniki                       | 66.10%                    | 99.9%      |

On 23.11.2006, with resolution K2-16134/23.11.06 by the Ministry of Development granting approval, HELEX merged with CSD and ADECH, and therefore their activities were transferred to HELEX as the successor.

These activities are:

- Clearing and settlement of transactions in the cash market that are concluded in organized securities markets and
- Clearing of transactions in derivative financial products.

In the case of a purchase of a minority interest in a subsidiary company, the difference between the book value and the price paid to purchase the shares of the minority shareholders is charged to the equity of the purchasing company. This principle was applied to the purchase of the minority interest in ADECH on 27.7.2006.

## 2.3.2. Property, plant and equipment

### Real Estate

Real estate belonging to the fixed assets is presented in the financial statements at its fair value, minus accumulated depreciation and possible value impairment. Real estate assets that are to be sold are reported separately in the financial statements (IFRS-5). The last estimation of the value of the buildings took place at the end of 2007 and during the first months of 2008 and management believes that there are no significant deviations concerning the conditions of the estimate.

### Other tangible assets

Other tangible assets are presented in the financial statements at their acquisition values less accumulated depreciation and possible value impairment.

The acquisition cost includes all the direct expenses for the acquisition of the assets. Later expenses are recognized as an increase in the book value of the tangible fixed assets or as a separate fixed asset only to the extent that these expenses increase the future financial benefits expected to flow in from the use of the fixed asset and their cost can be reliably measured. The cost of repairs and maintenance is recognized in the results when incurred. Assets with an acquisition value less than €1,200 per unit are expensed in full in the fiscal year in which they are acquired.

Depreciation of other tangible assets (except plots of land which are not depreciated) is calculated with the straight line method during their useful life as follows:

#### Depreciation rate

|                           |         |
|---------------------------|---------|
| – Plots of land           | 0%      |
| – Buildings               | 5%      |
| – Machinery and equipment | 12%-20% |
| – Motor vehicles          | 15%-20% |
| – Other equipment         | 10%-30% |

The useful life of the tangible fixed assets is periodically revised and the depreciation rates are readjusted for the current and future periods if they are considerably different from previous estimates. When the accounting values of the fixed assets exceed their recoverable value, the difference (impairment) is recognized in the results as an expense.

### 2.3.3. Intangible assets

Intangible assets include software licenses valued at the acquisition cost minus depreciation. Only intangible assets of a considerable value are recognized as assets. Depreciation is calculated using the straight line method during the useful life of these assets, which is estimated at approximately 3 years.

### 2.3.4. Asset impairment

Depreciated assets are subjected to an impairment check when there are indications that their book values shall not be recovered. The recoverable value is the largest of the net selling price (selling price minus selling expenses) and the value-in-use (as calculated from the net cash flows). Loss due to a reduction in the value of the assets is recognized when the book value of these assets (or the Cash Flow Generating Unit) is greater than their recoverable amounts.

### 2.3.5. Financial instruments

The financial receivables and financial liabilities in the balance sheet consist of cash at hand and at bank, securities, other receivables, participations, short and long-term liabilities.

Financial instruments are presented as claims, liabilities, or elements of equity, based on the substance or contents of the relevant contracts from which they arise. Interest, dividends, profits or losses which arise from the financial products which are characterized as claims or liabilities are recognized as revenue or expenses respectively. The distribution of dividends to shareholders is recognized directly to equity. According to the law, financial instruments are offset when the Company has this legal right and intends to offset on a net basis (between them) or to recover the asset and to offset the liability at the same time.

Securities (IAS 32 & 39) are documents (securities) incorporating rights on a specific asset which can be valued in cash. Securities are either registered or bearer. The main types of securities are shares, bonds (government, bank or corporate), treasury bills, mutual funds etc.

Purchases and sales of financial instruments are recognized on the day of the transaction, which is the day the Group is obliged to purchase or sell the instrument.

For the HELEX Group, securities were initially classified as securities at fair value through profit and loss, i.e. it was considered that they were bought and kept with the aim of being liquidated in the short-term for profit. Therefore, they were classified under IAS 39 "Financial Instruments valued at fair value through profit and loss" and their valuation was conducted at their fair value while the profits or losses from the valuation were recognized in the results of the period. Starting on 1.7.2008, the modifications of IAS 39 were adopted, and the result of the valuation of the bonds is recognized in a special reserve. The profits or losses that result from the revaluation to fair value of the securities that are classified in the available-for-sale portfolio are recognized in equity in a special reserve. When securities in the available-for-sale portfolio are sold, the corresponding accumulated profits/ losses are transferred from the special reserve to the corresponding accounts in the profit and loss statement of the fiscal year.

Financial assets are classified in the following categories:

- a) financial assets at fair value through profit or loss
- b) loans and receivables,
- c) investments held until maturity and
- d) securities available-for-sale.

The decision on the classification is taken by management when the asset is initially recognized.

#### ***Financial assets designated at fair value through profit or loss***

This category includes two subcategories: the financial assets for sale, and those that have been designated as investments at fair value through profit or loss, when initially recognized. A financial asset is classified in this category, mainly when it is obtained with the aim of being sold in the short term or when it is designated as such. Furthermore, derivative products for sale are classified in this category, unless they are classified as hedging instruments.

#### ***Available-for-sale investment securities***

Available-for-sale investment securities are securities that are obtained for an unspecified time period, and which may be sold, for liquidity purposes, or changes in interest rates, exchange rates, or share prices.

#### ***Accounting treatment and valuation***

Purchases and sales of financial assets at fair value through profit or loss, held until maturity and available-for-sale, are recorded on the transaction date, i.e. the date during which the Group commits to purchase or sell the asset. Loans are recognized when cash is dispersed. Financial assets that are not recognized at fair value through profit or loss are initially recognized at fair value plus transaction costs. Financial assets stop being recognized when the right to collect their cash flows expires or when the Group has in effect transferred the risks and returns or rewards that ownership entails.

The investment titles available-for-sale and financial assets at fair value through profit or loss are presented at fair value in future periods as well. Loans and advance payments, as well as investments held until maturity, are presented at their book value with the real interest rate method. Profits and losses from changes in the fair value in the category "financial assets at fair value through profit or loss" are included in the profit and loss account in the period they occur.

Profits and losses from changes in the fair value of investment titles available-for-sale are recognized directly to equity, until the financial asset is no longer recognized or is devalued, in which case the accumulated profit or loss, which was up until then recognized directly to equity, is transferred to the profit and loss account. Interest from those assets which is calculated based on the real interest rate method, is recognized in the profit and loss account. Dividends from investment titles available-for-sale are recognized in the profit and loss account when the right to collect the dividend is approved by the shareholders.

The fair value of investments that are traded in active markets, is determined by the current exchange ask prices. The fair value of non-listed titles, and other financial assets in cases when the market is not active, is determined using valuation methods. These methods include the use of recent transactions made on a clearly commercial basis, reference to the current price of comparable assets that are traded, as well as the discounted cash flows, estimation of options and other valuation methods that are commonly used in the market.

### 2.3.6. Other long term receivables

Other long-term receivables include rental guarantees, guarantees to utilities (HTC, PPC etc) and other long term amounts. If these amounts are material, they are discounted to the present value for the following years during which they are expected to be collected.

In addition, this account includes the participation (account) of the Group in the Auxiliary Fund for Clearing Transactions, the required size of which is determined every three months, based on the value of transactions of the previous half, with the difference either being paid in or refunded. The value of this account does not require discounting.

### 2.3.7. Derivative financial instruments

The HELEX Group, despite being the organizer of the derivative products market and possessing the systems (OASIS, DSS) through which transactions in derivative products take place, does not use such products for its own account. HELEX, which is the central counter-party and performs the clearing and settlement for every transaction as successor to ADECH, does not report these transactions.

The margin paid to an account belonging to investors, which is managed by the Member and blocked in favour of HELEX, is not reported in the financial statements. The various types of guarantees received by HELEX and the Athens Exchange from their Members in order to acquire and maintain their capacities in the Cash and Derivatives markets are not reported.

### 2.3.8. Commercial receivables

Receivables from customers are short-term in nature (receivable in a period less than 12 months from the date of entry) and recognized at their fair value, while if there is a delay in the collection, or there are indications of impairment in the value of the receivables, a provision is calculated for the reduction in their values. In that case, the claim is valued at its recoverable amount; that is at the current value of the future flows estimated to be collected.

The relevant loss is directly recognized in the statement of comprehensive income.

### 2.3.9. Cash and cash equivalents

Cash and cash equivalents are cash at hand and at bank as well as highly liquid short-term investments, such as bank deposits with a duration of up to six months from their commencement date.

### 2.3.10. Share Capital

Significant expenses incurred when shares are issued are presented as a reduction of the issuing product, in the share premium account.

### 2.3.11. Income tax and deferred tax

The recognition of income tax in the period includes current and deferred taxes; that is, taxes or tax relief associated with financial benefits arising during the current period that have already been assessed or shall be assessed by the tax authorities in different periods.

The liabilities or claims from the income tax presented in the Balance Sheet include short term liabilities to or claims from the tax authorities associated with the taxes payable on the taxable income of the period and possible additional income tax as regards previous periods.

Current taxes are calculated in accordance with the tax rates and tax laws applicable in the accounting periods on the relevant taxable profits. All changes in the short term taxation items of the assets or liabilities are recognized as part of the tax expenses in the profit and loss statement.

Deferred income tax is calculated with the liability method on the basis of the temporary differences arising between the accounting value of the assets and liabilities included in the Financial Statements and the tax value attributed to them in accordance with the tax legislation.

In order to determine the deferred income tax, tax rates are used which have come into effect or are effectively in force until the date of the Balance Sheet.



The Group recognizes deferred tax claims when it is likely that the future taxable profits will be sufficient for the offsetting of the temporary differences.

It is noted that a deferred income tax for temporary differences arising from investments in subsidiaries is not recognized since it is probable that the temporary differences may not be reversed in the foreseeable future.

Most of the changes in the deferred tax claims or liabilities are recognized as part of the tax expenses in the profit and loss statement. Only when changes in the assets or liabilities influencing temporary differences are directly recognized in the equity of the Group (such as revaluation of the value of real estate), the corresponding change in the deferred tax claims or liabilities is presented against the relevant equity account.

### 2.3.12. Employee benefits

**Short term employee benefits:** Short term provisions for employees (except provisions for the termination of employment) in cash and in kind are recognized as an expense in the fiscal year they are paid.

Any unpaid amount on the date the financial statements are prepared is recognized as a liability while in the case that the amount already paid exceeds the amount of the provisions, the Group recognizes the excess amount as an asset item (prepaid expense) only to the extent that this prepayment shall lead to a reduction in future payments or to a return.

**Staff retirement obligations:** Staff retirement benefits include both defined contributions plans as well as defined benefits plans.

#### **Defined contribution plan**

In the defined contributions plan, the obligation of the company (legal) is limited to the amount agreed to be contributed to the organization (social security fund) which manages the contributions and grants the benefits (pensions, medical care etc).

The accrued cost of the defined contributions schemes is recognized as an expense in the corresponding period.

#### **Defined benefits plan**

The defined benefits plan of the Group is its legal obligation to pay a lump sum indemnity to each employee upon retirement.

The liability recognized on the balance sheet for this plan is the present value of the commitment for the defined benefit depending on the accrued right of the employees and in relation to the specific point of time that this benefit is expected to be paid.

The commitment of the defined benefit is calculated on an annual basis by an independent actuary with the use of the projected unit credit method. For discounting, the interest of the long term Greek Government bonds is used.

The Group recognized in its entirety the actuarial profit or loss on the transfer date and plans on following the same recognition tactic in future fiscal years (note 2.19).

#### **Stock Option Plans for employees**

The Group has in place stock option plans for certain executives. Though these options, part of the remuneration is paid with HELEX shares or options on HELEX shares. The cost of these transactions is set as the fair value of the shares on the date these plans are approved by management.

The fair value is arrived at through a valuation model that is appropriate for similar cases. The cost of the stock option plans is recognized during the period, in which the prerequisites for exercising the relevant options are gradually satisfied, with that period ending on the date which the executives participating in the plan establish their right to the receipt/purchase of the shares (vesting date). For options which never vest, no such expense is recognized, except for options whose vesting depends on the fulfillment of external, specific market conditions. It is assumed that these options vest when all the performance criteria have been satisfied, regardless on the satisfaction of the external market requirements.

In case of cancellation of any of these plans, they are assumed to have vested on the cancellation date, and expenses not yet recognized are recognized immediately in the period results. If a plan being cancelled is replaced by a new program, it is treated as a modification of the cancelled plan.

Given that the total cost of the plans in question is not important compared to the amounts in the financial statements, the Group only provides information about important notifications, as required based on IFRS 2 "Share based payment."

### 2.3.13. Grants

Government subsidies are not included in the financial statements of the Group unless there is substantiated certainty that:

- a) The company has complied or is going to comply with the terms of the subsidy; and
- b) The amount of the subsidy shall be collected.

The fair value of the collected consideration is entered and recognized as revenue in a systematic way on the basis of the principle of associating subsidies with the relevant costs which they subsidize.

Subsidies concerning fixed assets are included in the long term liabilities as future period revenue and are systematically recognized as revenue during the useful life of the subsidized fixed asset.

### 2.3.14. Provisions

Provisions are recognized in accordance with IAS 37 requirements, when:

- the Group has a current commitment (legal or inferred) as a result of a past event;
- it is likely that an outflow of resources shall be required incorporating financial benefits for the settlement of the commitment; and
- it is possible to estimate the amount of the commitment reliably.

Provisions are re-examined on the date of preparation of the financial statements and are adjusted so as to present the best possible estimations and, whenever deemed necessary, they are discounted with a discount rate before taxes.

Contingent liabilities are not recognized in the financial statements, but are published, unless the possibility for resource outflow incorporating financial benefits is very small. Possible claims are not recognized in the financial statements, but are published provided the inflow of financial benefit is likely.

### 2.3.15. Revenue recognition

Revenue is accounted only when it is likely that the financial benefits associated with the transaction shall flow in the company and in particular:

#### ***Revenue from the stock market (Trading, Clearing & Settlement)***

Revenue from the cash market is recognized at the time the transaction is concluded and cleared at the Exchange.

#### ***Revenue from the derivatives market***

Revenue from the Derivatives Market is recognized at the time the transaction is cleared at Athens Exchange through HELEX (as successor to ADECH).

#### ***Revenue from Members (fees)***

Revenue from the negotiation and clearing of transactions is recognized at the conclusion of the transaction on the Exchange and receipt by the Members of the Cash and Derivatives Markets. Revenue is prepaid, while the relevant invoice is issued every month.

### **Revenue from listed companies**

Revenue concerning subscriptions, one-off fees, company listings, rights issues, and HERMES System services, are recognized at the time the relevant invoices are issued, in conjunction with the time the service provided is concluded. Subscriptions are prepaid.

### **Revenue from market data vendors**

Revenue from this source is recognized at the time the service provided is concluded, provided that the relevant claim is certain and recoverable.

### **Technological support services**

Revenue from technological support services is recognized at the time the service provided is concluded, provided that the relevant claim is certain and recoverable.

### **Other services**

Revenue from other services is recognized at the time the service provided is concluded, provided that the economic benefits connected with the transaction will flow to the enterprise.

### **Interest**

Interest income is recognized in accordance with the principle of accrued income (taking into account the true yield of the asset).

### **Dividends**

Dividend income is recognized when the right to collect by the shareholders is finalized; that is, on approval by the General Shareholders Meeting.

## **2.3.16. Dividend distribution**

The distribution of dividends to HELEX shareholders is recognized as a liability in the consolidated financial statements on the date the distribution is approved by the General Meeting of the shareholders.

## **2.3.17. New standards, modified standards and interpretations of the IFRIC**

Certain new standards, amendments to standards and interpretations have been issued that are mandatory for periods beginning during the current reporting period and subsequent reporting periods. The Group's estimation of the effect of these new standards, amendments and interpretations is provided below.

## **Standards effective after year ended 31 December 2008**

### **IAS 1 (Revised) "Presentation of Financial Statements"** (effective for annual periods beginning on or after 1 January 2009)

IAS 1 has been revised to enhance the usefulness of information presented in the financial statements. The key changes are: the requirement that the statement of changes in equity include only transactions with shareholders, the introduction of a new statement of comprehensive income that combines all items of income and expense recognised in profit or loss together with "other comprehensive income", and the requirement to present restatements of financial statements or retrospective application of a new accounting policy as at the beginning of the earliest comparative period. The Group applies these amendments and has already incorporated the necessary changes in the presentation of its financial statements in 2009.

### **IAS 23 (Amendment) "Borrowing Costs"** (effective for annual periods beginning on or after 1 January 2009)

This standard replaces the previous version of IAS 23. The main change is the removal of the option of immediately recognizing as an expense borrowing costs that relate to assets that need a substantial period of time to get ready for use or sale. The Group will apply IAS 23 from 1 January 2009.

***IAS 32 (Amendment) "Financial Instruments: Presentation" and IAS 1 (Amendment) "Presentation of Financial Statements" – Puttable Financial Instruments*** (effective for annual periods beginning on or after 1 January 2009)

The amendment to IAS 32 requires certain puttable financial instruments and obligations arising on liquidation to be classified as equity if certain criteria are met. The amendment to IAS 1 requires disclosure of certain information relating to puttable instruments classified as equity. The Group does not expect these amendments to impact the financial statements of the Group.

***IAS 39 (Amended) "Financial Instruments: Recognition and Measurement" – Eligible Hedged Items*** (effective for annual periods beginning on or after 1 July 2009)

This amendment clarifies how the principles that determine whether a hedged risk or portion of cash flows is eligible for designation should be applied in particular situations. This amendment is not applicable to the Group as it does not apply hedge accounting in terms of IAS 39.

***IFRS 1 (Amendment) "First time adoption of IFRS" and IAS 27 (Amendment) "Consolidated and separate financial statements"*** (effective for annual periods beginning on or after 1 January 2009)

The amendment to IFRS 1 allows first-time adopters to use a deemed cost of either fair value or the carrying amount under previous accounting practice to measure the initial cost of investments in subsidiaries, jointly controlled entities and associates in the separate financial statements. The amendment also removes the definition of the cost method from IAS 27 and replaces it with a requirement to present dividends as income in the separate financial statements of the investor. As the parent company and all its subsidiaries have already transitioned to IFRS, the amendment will not have any impact on the Group's financial statements.

***IFRS 2 (Amendment) "Share Based Payment" – Vesting Conditions and Cancellations*** (effective for annual periods beginning on or after 1 January 2009)

The amendment clarifies the definition of "vesting condition" by introducing the term "non-vesting condition" for conditions other than service conditions and performance conditions. The amendment also clarifies that the same accounting treatment applies to awards that are effectively cancelled by either the entity or the counterparty. The Group does not expect that these amendments will have an impact on its financial statements.

***IFRS 3 (Revised) "Business Combinations" and IAS 27 (Amended) "Consolidated and Separate Financial Statements"*** (effective for annual periods beginning on or after 1 July 2009)

The revised IFRS 3 introduces a number of changes in the accounting for business combinations which will impact the amount of goodwill recognized, the reported results in the period that an acquisition occurs, and future reported results. Such changes include the expensing of acquisition-related costs and recognizing subsequent changes in fair value of contingent consideration in the profit or loss. The amended IAS 27 requires that a change in ownership interest of a subsidiary to be accounted for as an equity transaction. Furthermore the amended standard changes the accounting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. The changes introduced by these standards must be applied prospectively and will affect future acquisitions and transactions with minority interests. The Group will apply these changes from their effective date.

***IFRS 8 "Operating Segments"*** (effective for annual periods beginning on or after 1 January 2009)

This standard supersedes IAS 14, under which segments were identified and reported based on a risk and return analysis. Under IFRS 8 segments are components of an entity regularly reviewed by the entity's chief operating decision maker and are reported in the financial statements based on this internal component classification. The Group will apply IFRS 8 from 1 January 2009.

***Interpretations effective after the fiscal year ended 31 December 2008***

***IFRIC 13 – Customer Loyalty Programmes*** (effective for annual periods beginning on or after 1 July 2008)

This interpretation clarifies the treatment of entities that grant loyalty award credits such as "points" and "travel miles" to customers who buy other goods or services. This interpretation is not relevant to the Group's operations.

**IFRIC 15 - Agreements for the construction of real estate** (effective for annual periods beginning on or after 1 January 2009)

This interpretation addresses the diversity in accounting for real estate sales. Some entities recognise revenue in accordance with IAS 18 (i.e. when the risks and rewards in the real estate are transferred) and others recognise revenue as the real estate is developed in accordance with IAS 11. The interpretation clarifies which standard should be applied in each particular case. This interpretation is not relevant to the Group's operations.

**IFRIC 16 - Hedges of a net investment in a foreign operation** (effective for annual periods beginning on or after 1 October 2008)

This interpretation applies to an entity that hedges the foreign currency risk arising from its net investments in foreign operations and qualifies for hedge accounting in accordance with IAS 39. The interpretation provides guidance on how an entity should determine the amounts to be reclassified from equity to profit or loss for both the hedging instrument and the hedged item. This interpretation is not relevant to the Group as the Group does not apply hedge accounting for any investment in a foreign operation.

**Amendments to standards that form part of the IASB's annual improvements project (International Accounting Standards Board)**

The amendments set out below describe the key changes to IFRSs following the publication in May 2008 of the results of the IASB's annual improvements project. Unless otherwise stated the following amendments are effective for annual periods beginning on or after 1 January 2009.

***IAS 1 (Amendment) "Presentation of financial statements"***

The amendment clarifies that some rather than all financial assets and liabilities classified as held for trading in accordance with IAS 39 "Financial instruments: Recognition and measurement" are examples of current assets and liabilities respectively. The Group will apply this amendment from 1 January 2009 but it is not expected to have an impact on the Group's financial statements.

***IAS 16 (Amendment) "Property, plant and equipment" (and consequential amendment to IAS 7 "Statement of cash flows")***

This amendment requires that entities whose ordinary activities comprise renting and subsequently selling assets present proceeds from the sale of those assets as revenue and should transfer the carrying amount of the asset to inventories when the asset becomes held for sale. A consequential amendment to IAS 7 states that cash flows arising from purchase, rental and sale of those assets are classified as cash flows from operating activities. The amendment will not have an impact on the Group's operations because none of the companies in the Group have ordinary activities that comprise renting and subsequently selling assets.

***IAS 19 (Amendment) "Employee benefits"***

The changes to this standard are as follows:

- A plan amendment that results in a change in the extent to which benefit promises are affected by future salary increases is a curtailment, while an amendment that changes benefits attributable to past service gives rise to a negative past service cost if it results in a reduction in the present value of the defined benefit obligation.
- The definition of return on plan assets has been amended to state that plan administration costs are deducted in the calculation of return on plan assets only to the extent that such costs have been excluded from measurement of the defined benefit obligation.
- The distinction between short term and long term employee benefits will be based on whether benefits are due to be settled within or after 12 months of employee service being rendered.

- IAS 37, 'Provisions, contingent liabilities and contingent assets', requires contingent liabilities to be disclosed, not recognised. IAS 19 has been amended to be consistent.

The Group will apply these amendments from 1 January 2009. It is not expected that these amendments will have an impact on the Group financial statements.

***IAS 20 (Amendment) "Accounting for government grants and disclosure of government assistance"***

The amendment requires that the benefit of a below-market rate government loan be measured as the difference between the carrying amount in accordance with IAS 39 "Financial instruments: Recognition and measurement" and the proceeds received with the benefit accounted for in accordance with IAS 20. The amendment will not have an impact on the Group's operations as there are no loans received from the government.

***IAS 27 (Amendment) "Consolidated and separate financial statements"***

This amendment states that where an investment in a subsidiary that is accounted for under IAS 39 "Financial instruments: Recognition and measurement" is classified as held for sale under IFRS 5 "Non-current assets held for sale and discontinued operations" that IAS 39 would continue to be applied. The amendment will not have an impact on the Group's financial statements because it is the Group's policy for an investment in a subsidiary to be recorded at cost in the standalone accounts.

***IAS 28 (Amendment) "Investments in associates" (and consequential amendments to IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial instruments: Disclosures")***

In terms of this amendment, an investment in associate is treated as a single asset for the purposes of impairment testing and any impairment loss is not allocated to specific assets included within the investment. Reversals of impairment are recorded as an adjustment to the investment balance to the extent that the recoverable amount of the associate increases. The Group will apply this amendment from 1 January 2009.

***IAS 28 (Amendment) "Investments in associates" (and consequential amendments to IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial instruments: Disclosures")***

This amendment states that where an investment in associate is accounted for in accordance with IAS 39 "Financial instruments: Recognition and measurement" only certain, rather than all disclosure requirements in IAS 28 need to be made in addition to disclosures required by IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial Instruments: Disclosures". The amendment will not have an impact on the Group's financial statements because it is the Group's policy for an investment in an associate to be equity accounted in the Group's consolidated accounts.

***IAS 29 (Amendment) "Financial reporting in hyperinflationary economies"***

The guidance in this standard has been amended to reflect the fact that a number of assets and liabilities are measured at fair value rather than historical cost. The amendment will not have an impact on the Group's operations, as none of the Group's subsidiaries or associates operate in hyperinflationary economies.

***IAS 31 (Amendment) "Interests in joint ventures" and consequential amendments to IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial instruments: Disclosures"***

This amendment states that where an investment in a joint venture is accounted for in accordance with IAS 39 "Financial instruments: Recognition and measurement" only certain, rather than all disclosure requirements in IAS 31 need to be made in addition to disclosures required by IAS 32 "Financial Instruments: Presentation" and IFRS 7 "Financial Instruments: Disclosures". The amendment will not have an impact on the Group's operations as there are no interests held in joint ventures accounted for in terms of IAS 39.

***IAS 36 (Amendment) "Impairment of assets"***



This amendment requires that where fair value less costs to sell is calculated on the basis of discounted cash flows, disclosures equivalent to those for value-in-use calculation should be made. The Group will apply this amendment and provide the required disclosure where applicable for impairment tests from 1 January 2009.

### ***IAS 38 (Amendment) "Intangible assets"***

This amendment states that a payment can only be recognised as a prepayment if that payment has been made in advance of obtaining right of access to goods or receipt of services. This amendment effectively means that once the Group has access to the goods or has received the services then the payment has to be expensed. The Group will apply this amendment from 1 January 2009.

### ***IAS 38 (Amendment) "Intangible assets"***

This amendment deletes the wording that states that there is "rarely, if ever" support for use of a method that results in a lower rate of amortisation than the straight line method. The amendment will not currently have an impact on the Group's operations as all intangible assets are amortised using the straight line method.

### ***IAS 39 (Amendment) "Financial instruments: Recognition and measurement"***

The changes to this standard are as follows:

- It is possible for there to be movements into and out of the fair value through profit or loss category where a derivative commences or ceases to qualify as a hedging instrument in cash flow or net investment hedge.
- The definition of financial asset or financial liability at fair value through profit or loss as it relates to items that are held for trading is amended. This clarifies that a financial asset or liability that is part of a portfolio of financial instruments managed together with evidence of an actual recent pattern of short-term profit-taking is included in such a portfolio on initial recognition.
- The current guidance on designating and documenting hedges states that a hedging instrument needs to involve a party external to the reporting entity and cites a segment as an example of a reporting entity. This means that in order for hedge accounting to be applied at segment level, the requirements for hedge accounting are currently required to be met by the applicable segment. The amendment removes this requirement so that IAS 39 is consistent with IFRS 8, 'Operating segments' which requires disclosure for segments to be based on information reported to the chief operating decision maker.
- When re-measuring the carrying amount of a debt instrument on cessation of fair value hedge accounting, the amendment clarifies that a revised effective interest rate (calculated at the date fair value hedge accounting ceases) is used.

The Group will apply the IAS 39 (Amendment) from 1 January 2009.

### ***IAS 40 (Amendment) "Investment property" (and consequential amendments to IAS 16 "Property, plant and equipment")***

The amendment states that property that is under construction or development for future use as investment property is within the scope of IAS 40. Where the fair value model is applied, such property is, therefore, measured at fair value. However, where fair value of investment property under construction is not reliably measurable, the property is measured at cost until the earlier of the date construction is completed and the date at which fair value becomes reliably measurable. The amendment will not have an impact on the Group's operations, as there are no investment properties held by the Group.

### ***IAS 41 (Amendment) "Agriculture"***

This amendment requires the use of a market-based discount rate where fair value calculations are based on discounted cash flows and the removal of the prohibition on taking into account biological transformation when calculating fair value. The amendment will not have an impact on the Group's operations as no agricultural activities are undertaken.

***IFRS 5 (Amendment) "Non-current assets held for sale and discontinued operations" (and consequential amendment to IFRS 1 "First-time adoption")*** (effective for annual periods beginning on or after 1 July 2009)

The amendment clarifies that all of a subsidiary's assets and liabilities are classified as held for sale if a partial disposal sale plan results in loss of control, and relevant disclosure should be made for this subsidiary if the definition of a discontinued operation is met. A consequential amendment to IFRS 1 states that these amendments are applied prospectively from the date of transition to IFRS. The Group will apply this amendment prospectively to all partial disposals of subsidiaries from 1 January 2010.

## **2.4. Risk Management**

### **Financial Risk Factors**

The Group is exposed to a limited range of financial risks. The usual risks to which the group is theoretically subjected to are market risks (changes in exchange rates, interest, market prices), credit risk, liquidity risk, cash flow risk.

The general risk management program of the Group focuses on the management of risks that HELEX assumes as central counterparty in the settlement of derivative products.

Risk management is performed by the relevant departments of the Group and the basic elements are described below.

#### ***Foreign exchange risk***

This risk does not materially influence the operation of the Group, since there are very few transactions with customers & suppliers in foreign currencies.

#### ***Price risk***

The Group is exposed to the risk of change in the value of the securities it possesses. On 30.09.2009 the Group possessed Greek Government bonds and Bank bonds. This risk from these bonds is considered to be minimal.

#### ***Credit risk***

The turnover of the Group mainly consists of transactions with members of the cash and derivatives markets as well as with reliable foreign houses which have a high credit rating. On this basis, it is estimated that credit risk is minimal.

#### ***Liquidity risk***

Liquidity risk is maintained at low levels by keeping adequate cash in hand and highly liquid securities while the revenue from transactions, both in the cash and derivatives market, is immediately collected (T+3 for stocks, T+1 for bonds).

#### ***Cash flow risk and risk from the change of the fair value due to interest rate changes***

The operating revenues, as well as the cash flows of the Group are independent of interest rate changes.

#### ***Operational risk***

HELEX has been assigned the role of Auxiliary Fund manager, which is the mechanism for covering counterparty risk in the cash market, while at the same time, as successor to ADECH, it operates as the central counterparty in the derivatives market. It manages, in other words, on the one hand the mechanisms for gathering the required resources from the members in order to cover the needs of the market in case one of the members is unable to fulfill its obligations (on behalf of its clients) either in cash or in securities, both in the cash market and in the derivatives market, and on the other hand the mechanism that will perform the necessary actions in order to cover the market, should that become necessary.

This set of activities is determined and described by the following regulatory framework:



1. Resolutions 1/392/26.7.2006 and 2/392/26.7.2006 of the HCMC concerning the operation and management of the Auxiliary Fund, which is the central risk management mechanism in the cash market.
2. The Derivatives Clearing Regulation, which defines HELEX's role as central counterparty, as part of its functions as the company clearing transactions on derivatives.

In order for the abovementioned duties to be carried out, the following committees have been setup and operate:

1. The Auxiliary Fund Activation Committee, whose basic purpose is to take the necessary actions to cover members that are unable to do so in the cash market
2. The Derivatives Risk Management Committee, whose basic purpose is the systematic measurement and parameterization of risks, in order to ensure the smooth operation of the market.

The areas of responsibility of these committees is specified and described in:

1. Resolution 3 of the HELEX BoD
2. The HELEX internal Rulebook

In order to cover counterparty risk for transactions in the ATHEX derivatives market, HELEX receives from all counterparties its safety margin in cash, Greek Government Bonds or shares, as well as collateral from its members. These risks are calculated daily by HELEX and the guarantees provided are subject to daily valuation.

## 2.5. Segment Information

A **business sector** is defined as a group of assets and operations which are utilized in the provision of products and services, which are subject to different risks and returns from other business sectors. A **geographical sector** is defined as a geographical area for which products and services are provided and each of which is subject to different risks and returns from other areas. The main interest for financial information of the HELEX Group focuses on business sectors while the geographical distribution of the Group's activity is not of particular importance since the company's electronic systems are at the disposal of investors irrespective of their location.

On September 30<sup>th</sup> 2009 the main activities of the Group broken down by business sector were as follows:

| GROUP                   | Segment information (1) on 30.09.2009 |                       |              |                |
|-------------------------|---------------------------------------|-----------------------|--------------|----------------|
|                         | Stock Market*                         | Derivatives Market ** | Others       | Total          |
| Revenues                | 41.680                                | 5.873                 | 7.293        | 54.846         |
| Capital income          | 2.815                                 | 318                   | 731          | 3.864          |
| Expenses                | (25.695)                              | (3.506)               | (1.648)      | (30.849)       |
| <b>Result</b>           | <b>18.800</b>                         | <b>2.685</b>          | <b>6.376</b> | <b>27.861</b>  |
| Assets                  | 34.882                                |                       |              | 34.882         |
| Cash & cash equivalents | 79.463                                | 26.231                | 1.284        | 106.978        |
| Other assets            | 29.366                                | 416                   | 93           | 29.875         |
| <b>Total assets</b>     | <b>143.711</b>                        | <b>26.647</b>         | <b>1.377</b> | <b>171.735</b> |
| Total Liabilities       | 21.528                                | 456                   | 0            | 21.984         |

\* includes revenue from share trading in the Athens Exchange, clearing of transactions by HELEX (CSD), revenue from ATHEX listed companies, revenue from the operation of the ATHEX-CSE Common Platform, as well as revenue from market data vendors.

\*\* includes revenue from the trading and clearing of derivative financial products

- (1) The distribution of expenses was performed based on fixed distribution percentages for each activity sector.

|                         | Segment information (1) on 30.09.2008 |                       |               |                |
|-------------------------|---------------------------------------|-----------------------|---------------|----------------|
|                         | Stock Market*                         | Derivatives Market ** | Others        | Total          |
| Income                  | 67.733                                | 8.432                 | 12.963        | 89.128         |
| Capital income          | 4.777                                 | 539                   | 1.241         | 6.557          |
| Expenses                | (37.908)                              | (5.173)               | (2.431)       | (45.512)       |
| <b>Result</b>           | <b>34.602</b>                         | <b>3.798</b>          | <b>11.773</b> | <b>50.173</b>  |
| Assets                  | 36.974                                |                       |               | 36.974         |
| Cash & cash equivalents | 99.588                                | 32.874                | 1.609         | 134.071        |
| Other assets            | 25.202                                | 357                   | 80            | 25.639         |
| <b>Total assets</b>     | <b>161.764</b>                        | <b>33.231</b>         | <b>1.689</b>  | <b>196.684</b> |
| Total Liabilities       | 39.410                                | 834                   |               | 40.244         |

\* includes revenue from share trading in the Athens Exchange, clearing of transactions by HELEX (CSD), revenue from ATHEX listed companies, revenue from the operation of the ATHEX-CSE Common Platform, as well as revenue from market data vendors.

\*\* includes revenue from the trading and clearing of derivative financial products

- (1) The distribution of expenses was performed based on fixed distribution percentages for each activity sector.

## 2.6. Cash Market

The total value of transactions in the cash market in 9M 2009 amounted to €34.4bn vs. €64.8bn in 9M 2008, a 46.9% reduction, while the average daily value of transactions was €186m vs. €352m in 9M 2008, a 47.2% reduction. As a result, the revenues of the HELEX Group from the cash market amounted to €26.3m vs. €50.4m in the corresponding period last year, a 47.8% reduction.

In particular, revenue from stock trading amounted to €10.3m vs. €18.6m in the corresponding period last year, a 44.9% reduction.

Revenue from the clearing and settlement of transactions amounted to €16.0m vs. €31.8m in 9M 2008, a 49.5% reduction.

## 2.7. Revenue from listed companies

The total market capitalization of the ATHEX cash market was €98.6bn on 30.09.2009, vs. €105.5bn on 30.09.2008, a 6.5% drop.

Revenue from listed companies includes the quarterly subscriptions of listed companies and fees from rights issues by listed companies and new listings on ATHEX.

Revenue from this category amounted to €8.4m vs. €7.8m in the corresponding period last year, an 8.3% reduction.

These amounts come from:

- Subscription revenue from listed companies, which amounted to €2.6m in 9M 2009 vs. €4.6m in the corresponding period in 2008, reduced by 44%
- Fees from rights issues by listed companies which amounted to €5.1m (National Bank of Greece - €1.4m, Commercial Bank of Greece - €1m, Greek Postal Savings Bank - €710 thousand; Alapis - €630 thousand; Geniki Bank - €282 thousand etc) vs. €2.5m (Forthnet -

€0.5m; HOL - €0.3m; Marfin - €0.3m etc.) in the corresponding period last year, increased by 123%.

- c) Revenue from shareholder registry changes which amounted to €512 thousand in 9M 2009, reduced by 32% compared to 9M 2008 (€389 thousand).
- d) Revenue from the distribution of dividends amounted to €138 thousand in 9M 2009 vs. €310 thousand in the corresponding period in 2008.

## 2.8. Revenue from subscriptions and Member terminals

Revenue from subscriptions and member terminals amounted to €1.0m vs. €2.4m in the corresponding period last year, a 58.5% drop. The drop is due to the reduction in transaction activity at Athens Exchange, as well as to the change in the fee structure of ATHEX, in accordance with the modified Resolution No. 24, as it applies as of 1.1.2009.

## 2.9. Central Registry Management

This category includes revenue from investor account opening in the DSS (Dematerialized Securities System), quarterly subscriptions by DSS account operations, fees from inheritances, usufructs, encumbrances, transfers-distributions, as well as transfers to and from common investor accounts.

Revenues in 9M 2009 amounted to €2.9m vs. €4.1m in the corresponding period last year, a 28.9% reduction. The drop is mainly the result of the reduction in the value of the portfolios handled by DSS operators, due to the drop in share prices in 9M 2009 compared to the corresponding period in 2008.

## 2.10. Off-Exchange transactions – Over the Counter (OTC)

Due to the application of the MiFID directive, a proposal was drafted which was implemented in the Dematerialized Securities System (DSS) providing Operators with the ability to enter and settle OTC transactions (off-exchange transactions) with the choice of either Free of Payment (FoP) or with Delivery Versus Payment (DvP), thus covering all their needs. Following the relevant modifications in the HCMC "Dematerialized Securities System Operation" regulation and the HELEX "Clearing and Settlement" Rulebook, this new subsystem was put into operation on 18.2.2008. Revenue for this category in 9M 2009 amounted to €713 thousand vs. €2.1m in the corresponding period last year, a 66% reduction, which is due to the drop in share prices.

This category includes public offers and off-exchange investor transactions, which were limited compared to 9M 2008, and amounted to €0.8m (OTE – Greek State to IKA - €404 thousand; Delhaize (the Lion) Nederland B.V. for Vassilopoulos - €146 thousand et al.), vs. €2.6m (OTE's public offer for COSMOTE - €1.2m, MIG for ATTICA - €0.3m) in the corresponding period last year, a 70% reduction.

## 2.11. Derivatives Market

The derivatives market saw a 5.8% reduction in the volume of transactions (average daily number of contracts) to 40.227 contracts in 9M 2009 vs. 42.701 contracts in 9M 2008.

Revenue from the derivatives market in 9M 2009 amounted to €5.9m vs. €8.4m in the corresponding period last year, a 30.3% reduction. In particular, revenue from the derivatives market includes revenue from the trading of derivative products which amounted to €2.3m vs. €4.6m in 9M 2008 (50.4% reduction), and revenue from the clearing of transactions in derivative products which amounted to €3.6m vs. €3.9m in the corresponding period last year, a 6.6% reduction. It should be noted that the fees in the derivatives market changed starting on 1.4.2009, following a resolution of the BoDs of the ATHEX and HELEX, to 70%-30% in favor of the clearing of transactions, from the previous 55%-45% in favor of trading.

In addition, as part of the overall effort to develop the Derivatives Market, zero fees were implemented for the trading and clearing of Stock Options, for a six month period (from 1.4.2009 to 30.9.2009).

## 2.12. Revenue from Data Feed Vendors

Revenue from data feed vendors increased by 6.3% in 9M 2009 and amounted to €3.5m vs. €3.3m in the corresponding period last year, due to the increase in the client base in conjunction with the price increase for the Level II (BBO 5) terminal.

## 2.13. Operation of the ATHEX-CSE Common Platform

The Common Platform supporting the operation of the markets of Athens Exchange (ATHEX) and the Cyprus Stock Exchange (CSE), commenced operations on 30.10.2006. The Common Platform is the result of a long term cooperation of the companies of the HELEX Group with CSE and aims to make the operation of the two markets more effective by the use of a common technological infrastructure, and a compatible legal and regulatory framework.

With the start of operation of the Common Platform, access of market participants became easier, at no additional cost, which increases the "visibility" of both markets, with the exploitation of each exchange's comparative advantages, and reduces operating costs, by exploiting economies of scale.

On 30.09.2009, 10 CSE members were full ATHEX remote members, while at the same time 11 ATHEX members were full CSE remote members and therefore can carry out transactions on listed companies in ATHEX and CSE respectively.

The net revenue of ATHEX in H1 2009 from the operation of the ATHEX-CSE common platform amounted to €534 thousand vs. €677 thousand in 9M 2008, posting a 21% reduction, due to a reduction in transaction activity, and is reported as a separate line item in the Statement of Comprehensive income for 9M 2009. The revenues of the ATHEX-CSE Common Platform for the period 01.01.2009 to 30.09.2009 are analyzed as follows:

|   | 1.1-<br>30.09.2009 | 1.1-<br>30.09.2008 |
|---|--------------------|--------------------|
| CSE ODL connection service fees                             | 0                  | 6                  |
| Revenue from the operation of the ATHEX-CSE Common Platform | 0                  | 65                 |
| Revenue from the ATHEX-CSE telecommunication connection     | 21                 | 27                 |
| Revenue from the broadcast of CSE to data vendors           | 12                 | 28                 |
| Revenue from ATHEX-CSE cross border transactions            | 501                | 551                |
| <b>Result</b>   | <b>534</b>         | <b>677</b>         |

## 2.14. Auxiliary Fund Management

The Capital Market Commission, with resolution 2/392/26.7.2006 (Government Gazette B' 1195/31-8-2006) of its Board of Directors, appointed the Central Securities Depository (merged with HELEX – resolution K2-16134/23.11.2006 of the Ministry of Development) as administrator and custodian of the Auxiliary Fund for the Settlement of Transactions on Athens Exchange.

HELEX took over on 31.8.2006 from the Guarantee Fund €182,885,314.04 distributed to the accounts of its members. All actions and procedures described in resolutions 1 and 2/392/26.7.95 (Government Gazette 1195/31-8-2006) of the BoD of the Capital Market Commission were followed, so that the new administration of the Auxiliary Fund would start smoothly.

Each member of the cash market of Athens Exchange has one account. The value of the account of each Member is determined based on the funds paid into the Auxiliary Fund by each Member, which is increased by the revenue of the Auxiliary Fund and reduced by the operational expenses and management of its assets, as well as with the cost of risk management, as determined by the

administrator of the Auxiliary Fund. The revenue and expenses are distributed to the Members and to Athens Exchange in relation to the size of their account or their contribution to the Auxiliary Fund.

The cash of the Auxiliary Fund is invested in Euro denominated bank accounts and bonds with a duration of up to one year. Members of ATHEX cannot participate in the ATHEX trading sessions if they have not fulfilled their obligations to the Auxiliary Fund duly and on time.

On the working day following the notification by the administrator of the Auxiliary Fund to ATHEX and to Members about the required balance in the accounts of the members in the Auxiliary Fund for the current calendar quarter, the administrator of the Auxiliary Fund sets the exact amount that ATHEX Members must contribute to the Auxiliary Fund if the balance on their account from the previous quarter is less than new required balance that must be available for the current quarter, or paid out by the Auxiliary Fund to ATHEX members if the balance in the Member's account in the previous quarter is greater than the new required balance that must be available for the current quarter.

On 30.09.2009, based on the abovementioned resolutions, the new minimum level of the Auxiliary Fund, which is based on the value of transactions carried out by each member and calculated as prescribed in the relevant resolutions of the Capital Market Commission, amounted to €61,063,341.00, distributed to the accounts of its Members. The difference from the previous balance for each Member account was either paid in or paid out accordingly, by the administrator of the Auxiliary Fund.

The change in the minimum size of the Auxiliary Fund is shown in the table below:

| <b>Minimum size of the Auxiliary Fund</b> |  |
|---|--|
| <b>Amount (€)</b>                         | <b>Applicable Period<br/>(from - to)</b> |
| 137,445,881.39                            | 1.9.2006 – 31.12.2006                    |
| 107,075,018.61                            | 1.1.2007 – 31.3.2007                     |
| 149,158,038.91                            | 1.4.2007 – 30.6.2007                     |
| 119,778,577.33                            | 1.7.2007 – 30.9.2007                     |
| 203,293,826.16                            | 1.10.2007 – 31.12.2007                   |
| 171,370,131.34                            | 1.1.2008 – 31.3.2008                     |
| 140,076,876.65                            | 1.4.2008 – 30.6.2008                     |
| 121,819,263.16                            | 1.7.2008 – 30.9.2008                     |
| 86,539,331.82                             | 1.10.2008 – 31.12.2008                   |
| 77,531,818.19                             | 1.1.2009 – 31.3.2009                     |
| 35,358,767.28                             | 1.04.2009 -30.06.2009                    |
| 61,999,295.53                             | 1.07.2009 -31.09.2009                    |
| 61,063,341.00                             | 1.10.2009 – 31.12.2009                   |

The HELEX fee for the services that it provides as administrator of the Auxiliary Fund are set based on the "principle of the greater price", according to which, the fee which is assessed is the greater of:

- a) A percentage on the minimum level of the Fund, decided, for the calendar quarter in question, in accordance with the resolution of the BoD of the Capital Market Commission and set for the time period from 15.9.2006 to 31.8.2010 at 1% per annum and from 1.9.2010 at 0.5% per annum,

or

- b) The minimum charge, set for each calendar quarter, which for the time period from 15.9.2006 to 31.8.2010 is set at €150,000 per calendar quarter, and on a yearly basis at €600,000 and from 1.9.2010 forward set at €93,750 per calendar quarter and on a yearly basis at €375,000

HELEX's fee for the period (01.01.09 to 30.09.09) that it acted as administrator of the Auxiliary Fund amounted to €499 thousand and was recognized into the Revenue from the administration of the Auxiliary Fund account in the results for the period.

Based on the information of 31.12.2006 provided by HELEX (administrator of the Auxiliary Fund) the participation of ATHEX in the Auxiliary Fund amounted to €3,010 thousand.

## 2.15. Revenue from IT services

Revenue from this category amounted to €1.7m vs. €1.0m in the corresponding period last year, increased by 75.8%, due to:

- a) the one off revenue for implementing the TRS software, in the amount of €154 thousand.
- b) the one off revenue for surveillance software support in the amount of €71 thousand.
- c) revenue from the DSS terminal licenses, in the amount of €185 thousand, invoiced for the first time
- d) revenue for the maintenance of the Quick Link software, in the amount of €82 thousand, invoiced for the first time.
- e) the increase in the fees for connecting ATHEXnet application users with members, €738 thousand vs. €625 thousand in the corresponding nine-month period last year.
- f) Revenue from insuring the Dematerialized Securities System (DSS) in the amount of €71 thousand in 9M 2009; there was no such charge in the corresponding period last year.
- g) Other IT services which amounted to €427 thousand in 9M 2009 vs. €375 thousand in the corresponding period last year.

## 2.16. Egypt project

The HELEX Group, through the Thessaloniki Stock Exchange Center, which was the leader of a consortium of companies, won the tender for a European Union project in Egypt following an international contest, in competition against large well known companies from the EU. The technical assistance consists of the modernization of the capital market structures, the training of capital market managers and the modernization of the legal framework with the introduction of the framework foreseen in the EU White Book.

The project was completed at the end of 2008 with the receipt of the last tranche by the EU. Following the balance sheet date of 31.12.2008 however, expenses related to the project in the amount of €77 thousand were received, and as a result the current period is burdened. Following the payment of the abovementioned expenses, the total result from the Egypt project amounts to a profit before taxes of €554.1 thousand, while the result for fiscal year 2008 was a profit of €335 thousand, i.e. different than the amount of €411 thousand appearing in the financial statements of 31.12.2008.

## 2.17. Revenue from other activities

Revenue from other activities dropped significantly, and amounted to €805 thousand vs. €1,663 thousand in the corresponding period last year. This revenue includes various extraordinary items such as fee 0.125 on margin, revenue from margin coverage audits, reversal of provisions, etc.

| Revenue from other activities                     | Group      |              | Company    |              |
|---|------------|--------------|------------|--------------|
|   | 30.9.2009  | 30.9.2008    | 30.9.2009  | 30.9.2008    |
| Revenue from margin coverage audits               | 179        | 89           | 179        | 89           |
| Seminars  | 57         | 95           | 52         | 65           |
| Rents   | 62         | 60           | 173        | 172          |
| Publication / statistical data sales              | 11         | 16           | 0          | 2            |
| Revenue from events                               | 0          | 3            | 0          | 0            |
| Revenue from equipm instal. & hosting (Bloomberg) | 85         | 0            | 85         | 0            |
| Revenue from Ministry grants (OAED)               | 20         | 10           | 5          | 0            |
| Travel revenue received                           | 4          | 0            | 2          | 0            |
| Sponsorships                                      | 0          | 125          | 0          | 0            |
| Profit from asset sales                           | 0          | 2            | 0          | 22           |
| Revenue from unused provisions                    | 0          | 121          | 0          | 86           |
| Default of penalty clauses                        | 0          | 55           |            | 10           |
| Provision of support services                     | 0          | 0            | 90         | 88           |
| Revenue - 0.125 on margin                         | 308        | 743          | 308        | 742          |
| Income from bonds / Greek government bonds        | 27         | 55           | 2          | 9            |
| Revenue from Egypt project                        | 0          | 165          | 0          | 0            |
| Revenue from previous fiscal years                | 6          | 93           | 6          | 45           |
| Revenue from recycling                            | 6          | 0            | 0          | 0            |
| Other revenue                                     | 40         | 31           | 10         | 25           |
| <b>Total other revenue</b>                        | <b>805</b> | <b>1.663</b> | <b>912</b> | <b>1.355</b> |

## 2.18. Non-recurring revenue

Revenue from this category includes claim on the tax on the Capital Market Commission fee for fiscal year 2000 (for CSD) in the amount of €1,775 thousand, which, following the recourse by HELEX and the irrevocable decision of the Council of State, is to be either paid to HELEX by the Greek State or to be offset by a corresponding liability. The decision is being drafted at the Council of State and will be made known to HELEX (note 2.43).

## 2.19. Personnel remuneration and expenses

On 30.09.2009 the number of employees of the Group was 270, reduced compared to the same period in 2008, when it was 272 persons. Personnel remuneration and related expenses account for 62% of the total operating expenses of the Group.

Personnel remuneration and expenses in 9M 2009 amounted to €10.6m vs. €11.7m in the corresponding period last year, posting a 9.1% reduction. This reduction by €1.1m is due a) to the €700 thousand, 8.0% reduction in remuneration and social security contributions (due to the smaller number of employees in 9M 2009 – average number of employees in 9M 2008 – 294, vs. 272 in 9M 2009) and b) to the €400 thousand reduction in personnel compensation due to departure.

The change in the number of employees of the Group and the Company, as well as the breakdown in staff remuneration is shown in the following table:



|   | Group         |               | Company      |              |
|---|---------------|---------------|--------------|--------------|
|   | 30.9.09       | 30.9.08       | 30.9.09      | 30.9.08      |
| Employees                               | 270           | 272           | 129          | 133          |
| <b>Total Personnel</b>                  | <b>270</b>    | <b>272</b>    | <b>129</b>   | <b>133</b>   |
| Wages and Salaries                      | 7.478         | 8.130         | 3.330        | 3.697        |
| Social security contributions           | 1.547         | 1.637         | 664          | 714          |
| Personnel actuarial study (IAS 19)      | 185           | 195           | 95           | 106          |
| Other benefits                          | 759           | 683           | 411          | 370          |
| Stock option provision                  | 565           | 548           | 263          | 256          |
| Compensation due to personnel departure | 85            | 485           | 21           | 398          |
| <b>Total</b>                            | <b>10.619</b> | <b>11.678</b> | <b>4.784</b> | <b>5.541</b> |

### Obligations to employees

The HELEX Group assigned the preparation of a study to an actuary in order to investigate and calculate the actuarial figures, on the basis of the requirements of the International Accounting Standards (IAS 19), which must be recognized in the balance sheet and the profit and loss statement. During the actuarial valuation, all financial and demographic parameters related to the employees of the Group were taken into consideration.



The changes in the provision are shown in detail in the following table:

| <i>Accounting Presentation in accordance with IAS 19<br/>(amounts in €)</i> | <b>Group<br/>30.09.09</b> | <b>Company<br/>30.09.09</b> |
|---|---------------------------|-----------------------------|
| Present value of liabilities not financed                                   | 1.876.707                 | 880.202                     |
| <b>Net liability recognized on the balance sheet</b>                        | <b>1.876.707</b>          | <b>880.202</b>              |
| <b>Amounts recognized in the profit &amp; loss statement</b>                |                           |                             |
| Cost of current employment  | 113.356                   | 61.511                      |
| Interest on the liability   | 71.927                    | 33.395                      |
| Recognition of actuarial loss / (profit)                                    | 0                         | 0                           |
| Recognition of cost related to length of service                            | 0                         | 0                           |
| Cost of personnel reduction   | 0                         | 0                           |
| <b>Total expense in the profit &amp; loss statement</b>                     | <b>185.283</b>            | <b>94.906</b>               |
| <b>Changes in the net liability recognized on the balance sheet</b>         |                           |                             |
| Net liability at the beginning of the year                                  | 1.691.424                 | 785.296                     |
| Benefits paid by the employer   | 0                         | 0                           |
| Total expense recognized in the P&L statement                               | 185.283                   | 94.906                      |
| <b>Net liability at the end of the year</b>                                 | <b>1.876.707</b>          | <b>880.202</b>              |
| <b>Change in the present value of the liability</b>                         |                           |                             |
| Present value of the liability, beginning of the period                     | 1.691.424                 | 785.296                     |
| Cost of current employment  | 113.356                   | 61.511                      |
| Interest expense  | 71.927                    | 33.395                      |
| Benefits paid by the employer   | 0                         | 0                           |
| Additional payments (revenue) or expenses                                   | 0                         | 0                           |
| Costs related to length of service for the period                           | 0                         | 0                           |
| Actuarial loss / (profit)   | 0                         | 0                           |
| <b>Present value of the liability at the end of the period</b>              | <b>1.876.707</b>          | <b>880.202</b>              |

The actuarial assumptions used in the actuarial study are as follows:

|                               |  |
|-------------------------------|--|
| Technical interest rate       | 5.67%  |
| Increase in salaries          | 4.0%   |
| Inflation                     | 2.5%   |
| Service table                 | E V K 2000                                       |
| Personnel turnover            | 0.5%   |
| Retirement conditions and age | Males: 65 years old and Females: 60 years old    |
| Valuation date                | 31.12.2008                                       |
| Structure of insured group    | Closed: we assume zero number of people entering |
| Assets of the Fund            |  |

## Stock Option Plans

1. The Board of Directors of HELEX proposed to the 1st Repetitive General Meeting of HELEX on 24.05.2007 the implementation of a new share distribution plan (2<sup>nd</sup> Plan) to executives of the Company and associated (according to article 42e of Common Law 2190/1920) with it companies, in the form of a stock option plan.

The plan will be implemented and applied, i.e. stock options on Company shares will be awarded, for 2007, 2008 and 2009, while executives that have the right to participate in the program will be able to exercise the options awarded to them until the final date for exercising them, i.e. for options provided in 2007, beneficiaries will have the right to exercise them until 2009, for options provided in 2008, beneficiaries will have the right to exercise them until 2010 for options provided in 2009, beneficiaries will have the right to

exercise them until 2011, in accordance with the specific terms of the plan that will be drafted by the Board of Directors.

As part of the abovementioned plan, up to a maximum of 702,000 new common registered shares of the Company can be issued, representing approximately 1% of outstanding shares. Any change in the share capital as a result of corporate actions will lead to a mathematical readjustment of the abovementioned figures, so as not to alter the rights, as set out in the present program, of the executives of the Group.

The issue price of the shares will be at a 10% discount to the average price of the share of the Company in October of each year that the plan is in effect, and will be the same for all executives set by the Board of Directors as having the right to participate in the plan.

Moreover, the specification of the terms and the extent of the plan will be made each year by the Board of Directors, following the recommendation of the three-member Nomination and Compensation Committee of the Company. The number of options per beneficiary will be determined by the Board of Directors of the Company, following the recommendation of the Nomination and Compensation Committee of the Company. 35 beneficiaries are expected to participate in the plan.

The beneficiaries of the plan will be selected among the Group's executives by the Board of Directors, following the recommendation of the Nomination and Compensation Committee of the Company and based on the regular yearly assessment of each executive and/ or other criteria, such as years of service at the present position, level of responsibility and number of subordinates.

Before making the abovementioned recommendation, the Board of Directors took into consideration the relevant report/analysis prepared by an international auditing and consulting company.

In the 2007 fiscal year, a provision in the amount of €739 thousand was made, representing 30% of the cost of the 2nd stock option plan, by creating a reserve of an equal amount.

In December 2007, executives of the Group exercised 108,600 options at an exercise price of €20.48 per share. Approximately 50% of the options granted were exercised.

Following the 2<sup>nd</sup> exercise on the part of the executives of the Group, the number of shares outstanding, listed on ATHEX amounts to 65,368,563, the share capital is €71,905,422.30 and the reserve from the share premium is €94,279,104.91.

The exercise price for the 2<sup>nd</sup> phase of the 2<sup>nd</sup> plan was set at €6,91 (10% lower than the average closing price of HELEX on the exchange during October 2008).

By resolution of the General Meeting of 4.6.2008, the exercise period was modified to be quarterly instead of yearly. Based on the 2<sup>nd</sup> stock option plan, the Group has charged to the results of 2008 the amount of €171 thousand. During 2008, no options were exercised by Group executives, and as a result the HELEX share capital did not change.

The Group has charged to the results of 9M 2009 the amount of €450 thousand for the 2<sup>nd</sup> plan, while during that same period no stock options were exercised by executives of the Group. For the Company, the charge for 9M 2009 for the 2<sup>nd</sup> plan was €210 thousand.

2. The Annual General Meeting of shareholders of 14.5.2008 approved a 3<sup>rd</sup> stock plan for Group employees in accordance with the following conditions:

The aim of the 3<sup>rd</sup> stock option plan by Hellenic Exchanges is to provide incentives to the executives of the companies of the Group in order to increase productivity develop the activities of the Group and achieve its goals. The beneficiaries of the plan will be a maximum of 50 and must hold a management position at the Group, while the number of shares that will be distributed to the beneficiaries will not exceed 1% of the total number of outstanding shares of the Company, i.e. approximately 704,000 shares. The distribution of options took place at the General Meeting of 4.6.2008 as follows: 33% with a 1 year vesting period, 33% with a 2 year vesting period and 34% with a three year vesting period. The options can be exercised at any quarter for two years following the vesting period. In order to value the options that were issued in accordance with the 3<sup>rd</sup> HELEX stock option plan, the binomial lattice model was used. The exercise price was set at €11.76, the HELEX closing price in ATHEX on the date of the General Meeting of 4.6.2008.

In the results of 2008, a charge in the amount of €160 thousand was made for the 3<sup>rd</sup> stock option plan.

In the 9M 2009 results, a charge of €115 thousand was made for the 3<sup>rd</sup> stock option plan. For the Company, the charge for 9M 2009 for the 3<sup>rd</sup> stock option plan was €53 thousand.

## 2.20. Third party fees & expenses

In 9M 2009 third party fees and expenses amounted to €926 thousand vs. €1,136 thousand, reduced by 18.5%, compared to the corresponding period last year. Third party fees and expenses include the remuneration of the Chairman and the members of the BoD of all the companies of the Group.

| Third party fees and expenses     | Group      |              | Company    |            |
|-----------------------------------|------------|--------------|------------|------------|
|                                   | 30.09.2009 | 30.09.2008   | 30.09.2009 | 30.09.2008 |
| BoD member remuneration           | 350        | 516          | 29         | 59         |
| Attorney fees and remuneration    | 58         | 86           | 0          | 85         |
| Fees to other external associates | 8          | 12           | 0          | 0          |
| Fees to auditors                  | 141        | 110          | 39         | 50         |
| Fees to consultantes              | 238        | 254          | 12         | 61         |
| Fees to FTSE (ATHEX)              | 114        | 44           | 0          | 0          |
| IT processing fees                | 0          | 0            |            | 137        |
| DSS operator fees                 | 0          | 0            |            | 0          |
| Fees to training consultants      | 5          | 27           | 5          | 13         |
| Building certification (KION)     | 0          | 82           |            | 26         |
| Other fees                        | 12         | 5            | 7          | 3          |
| <b>Total</b>                      | <b>926</b> | <b>1.136</b> | <b>92</b>  | <b>434</b> |

## Remuneration of the Boards of Directors of the Group and the Company

The remuneration of the Members of the Boards of Directors of the companies of the Group amounted to €350 thousand in 9M 2009 vs. €516 thousand in the corresponding period last year. This amount for the period in 2009 includes €301 thousand as remuneration of the Chief Executive Officer and €49 thousand for the members of the BoD (this amount concerns the remuneration of non-executive members, including the remuneration of the independent non-executive members which amounted to €6 thousand). The amounts for the corresponding period in 2008 were €432 thousand and €84 thousand (this amount concerns the remuneration of non-executive members, including the remuneration of the independent non-executive members which amounted to €15 thousand), reduced by 30% and 42% respectively.

The remuneration of the Members of the Board of Directors of HELEX for the period from 1.1 to 30.09.2009 amounted to €29 thousand, compared to €59 thousand in the same period last year.

## 2.21. Utilities

| Utilities                             | Group        |              | Company    |            |
|---------------------------------------|--------------|--------------|------------|------------|
|                                       | 30.09.2009   | 30.09.2008   | 30.09.2009 | 30.09.2008 |
| Electricity                           | 400          | 495          | 400        | 461        |
| Water                                 | 8            | 16           | 8          | 16         |
| Fixed and mobile telephony - Internet | 115          | 113          | 74         | 20         |
| Leased lines - ATHEXnet               | 752          | 731          | 63         | 73         |
| <b>Total</b>                          | <b>1.275</b> | <b>1.355</b> | <b>545</b> | <b>570</b> |

Utilities includes expenses for electricity, water, telephone calls and communications networks, and amounted to €1.3m vs. €1.4m thousand in 9M 2008, reduced by 5.9%.

Leased line expenses include the expenses of the service of connecting ATHEXnet users with Members which amounted to €752 thousand in 9M 2009 vs. €731 thousand in the corresponding period last year. A large part of these expenses is re-invoiced to members (note 2.15).

## 2.22. Maintenance / IT support

Maintenance and IT support includes expenses for the maintenance of the Group's technical infrastructure, support for the IT systems (technical support for the electronic trading platforms, databases, DSS etc.). Maintenance and repair expenses amounted to €1.4m in 9M 2009 compared to €1.5m in 9M 2008, a 5.6% reduction. Expenses are burdened with the invoicing by Unisystems (€104 thousand), concerning Cisco network support, which was delivered with a delay by the supplier in Q1 2009.

## 2.23. Taxes – VAT

The non deductible value added tax, and other taxes that burden the cost of services amounted to €777 thousand compared to €800 thousand in the corresponding period last year, reduced by 2.9%.

## 2.24. Building / equipment management

This category includes the building and equipment insurance premiums, security and cleaning services, maintenance and repairs et al.

The building and equipment management expenses in 9M 2009 amounted to €817 thousand vs. €703 thousand in the corresponding period last year, increased by 16.2%. Building and equipment management expenses are increased due to the end of the period during which the company that built the Athinon Ave. building, Babis Vovos International Technical S.A., had a contractual obligation to maintain the building.

Maintenance expenses for the HELEX building amounted to €120 thousand in 9M 2009, and amount that covers the difference compared to the 9M period last year.

| Building Management Expenses                          | Group      |            | Company    |            |
|---|------------|------------|------------|------------|
|   | 30.09.2009 | 30.09.2008 | 30.09.2009 | 30.09.2008 |
| Cleaning and building security services               | 305        | 379        | 153        | 183        |
| Upkeep  | 30         | 20         | 0          | 5          |
| Building - electronic equipment fire insurance        | 41         | 56         | 24         | 82         |
| Insurance premiums against civil liability            | 51         | 42         | 51         | 0          |
| Insurance premiums against civil liability (DFL & PI) | 212        | 144        | 212        | 94         |
| Building repair and maintenance - other equipment     | 178        | 62         | 178        | 97         |
| <b>Total</b>  | <b>817</b> | <b>703</b> | <b>618</b> | <b>461</b> |

## 2.25. Marketing and advertising expenses

Marketing and advertising expenses in 9M 2009 amounted to €175 thousand vs. €262 thousand in the corresponding period last year, a 33.2% reduction.

| Marketing and advertising expenses | Group      |            | Company    |            |
|------------------------------------|------------|------------|------------|------------|
|                                    | 30.09.2009 | 30.09.2008 | 30.09.2009 | 30.09.2008 |
| Conference and reception expenses  | 42         | 68         | 24         | 17         |
| Other promotion expenses           | 121        | 167        | 13         | 53         |
| Hosting expenses                   | 12         | 27         | 7          | 13         |
| <b>Total</b>                       | <b>175</b> | <b>262</b> | <b>44</b>  | <b>83</b>  |

## 2.26. Other expenses

Other expenses in 9M 2009 amounted to €1.0m vs. €2.4m in the corresponding period last year, reduced by 58.4%.

The 9M 2009 was burdened with the expenses for benchmarking the OASIS trading system in the amount of €71 thousand, as well as with the expensing of software and asset equipment with a value less than €1,200 per unit, in the amount of €98 thousand.

The corresponding period in 2008 had been burdened with: a) previous fiscal year expenses, including invoices by suppliers - €145 thousand; b) expenses related to the contest for obtaining a majority stake in the Slovenian Exchange - €373 thousand, c) implementation expenses of the Egypt project - €518 thousand, d) travel expenses of Group employees - €407 thousand vs. €205 thousand in 2008, as well as e) storage fees - €65 thousand in 2009 vs. €105 thousand in 2008.

| Other Expenses   | Group        |              | Company    |              |
|--|--------------|--------------|------------|--------------|
|  | 30.09.2009   | 30.09.2008   | 30.09.2009 | 30.09.2008   |
| Stationery   | 16           | 33           | 14         | 20           |
| Consumables  | 50           | 80           | 48         | 63           |
| Travel expenses  | 205          | 407          | 64         | 157          |
| Postal expenses  | 20           | 78           | 17         | 26           |
| Transportation expenses  | 26           | 39           | 18         | 17           |
| Publication expenses   | 23           | 27           | 12         | 16           |
| Subscriptions to prof. organizations and fees                                    | 227          | 225          | 68         | 68           |
| Donations (ATHEX, Special Olympics)  | 42           | 93           | 4          | 52           |
| Previous fiscal year taxes   | 0            | 5            | 0          | 4            |
| Storage fees   | 65           | 105          | 22         | 32           |
| Capital Market Commission (capitalization)                                       | 26           | 34           | 26         | 34           |
| Withholding for the state / social sec. contributions from previous fiscal years | 11           | 0            | 10         | 0            |
| Slovenian project expenses   | 0            | 373          | 0          | 373          |
| ATHEX operation support services   | 0            | 0            | 157        | 0            |
| Previous fiscal year expenses (invoices)   | 4            | 145          | (8)        | 60           |
| Rents / car leases   | 33           | 35           | 70         | 69           |
| DAC project implementation expenses  | 0            | 10           | 0          | 9            |
| Egypt project implementation expenses (2.16)                                     | 77           | 518          | 0          | 0            |
| Project implementation expenses (OASIS benchmarking)                             | 71           | 0            | 0          | 0            |
| Various court expenses   | 12           | 56           | 2          | 2            |
| Loss from asset sales  | 0            | 10           | 0          | 2            |
| Commission for share buy-backs   | 0            | 39           | 0          | 39           |
| Provisions   | 30           | 73           | 0          | 0            |
| Asset expensing  | 98           | 0            | 70         | 0            |
| Other  | 48           | 34           | 32         | 75           |
| <b>Total other expenses</b>  | <b>1.084</b> | <b>2.419</b> | <b>626</b> | <b>1.118</b> |

## 2.27. Hellenic Capital Market Commission fee

The operating results of the Group in 9M 2009 do not include the Hellenic Capital Market Commission fee, which amounted to €2.5m compared to €4.7m in the corresponding period last year. This fee is collected and turned over to the Capital Market Commission, within two months following the end of each six-month period. This reduction is the result of the drop in revenues of the Group from the trading, clearing and settlement of transactions in the cash and derivatives markets, on which (transactions) it is calculated.

## 2.28. Clients and other receivables

All claims are short term and, therefore, no discounting is required on the date of the balance sheet. The breakdown of the clients and the other receivables are shown in the following table:

| Clients & other receivables   | Group        |              | Company      |              |
|---|--------------|--------------|--------------|--------------|
|   | 30.09.09     | 31.12.2008   | 30.09.2009   | 31.12.2008   |
| <b>Clients</b>  |              |              |              |              |
| Clients   | 6.047        | 7.244        | 2.271        | 2.298        |
| Minus: provisions   | (1.110)      | (1.110)      | (100)        | (100)        |
| <b>Total</b>  | <b>4.937</b> | <b>6.134</b> | <b>2.171</b> | <b>2.198</b> |
| <b>Clients</b>  |              |              |              |              |
| Dividend tax withheld for offsetting (1)                              | 2.834        | 16           | 2.806        | 16           |
| Taxes withheld on deposits  | 413          | 790          | 58           | 275          |
| VAT refundable  | 0            | 29           | 0            | 0            |
| Other withheld taxes  | 68           | 158          | 18           | 18           |
| Tax (0.15%) Law 2579 (T+3) (2)  | 1.222        | 384          | 1.222        | 384          |
| Accrued income (interest)   | 372          | 850          | 132          | 44           |
| Prepaid non accrued expenses  | 478          | 640          | 174          | 202          |
| Premayments and credits   | 13           | 7            | 13           | 12           |
| FY 2001 claim (CSD) (note 2.33)                                       | 739          | 739          | 739          | 739          |
| Checks receivable   | 0            | 0            | 0            | 0            |
| Claim from ATHEX  | 0            | 0            | 40           | 40           |
| Tax claim on the Capital Market Commission fee - fiscal year 2000 (3) | 1.775        | 0            | 1.775        | 0            |
| Claims from the bomb blast (4)  | 221          | 0            | 221          | 0            |
| Other debtors   | 0            | 36           | 3            | 0            |
| <b>Total</b>  | <b>8.135</b> | <b>3.649</b> | <b>7.201</b> | <b>1.730</b> |

The significant reduction in the clients balance is due to the receipt of €766.5 thousand from the EU for the Egypt project, €380 thousand from CSE, €340 from Bloomberg etc.

- (1) The dividend tax withheld concerns the tax to offset the dividends received by HELEX from ATHEX and TSEC in the amounts of €2,806 thousand and €28 thousand respectively.
- (2) The increase observed in the 0.15% tax on transactions is due to the increase in transactions during the last three trading days of September 2009 compared to December 2008.
- (3) The claim on the tax on the Capital Market Commission fee for fiscal year 2000 (for CSD) in the amount of €1,775 thousand, following the recourse by HELEX and the irrevocable decision of the Council of State, is to be either paid to HELEX by the Greek State or to be offset by a corresponding liability. The decision is being drafted at the Council of State and will be made known to HELEX (note 2.43).
- (4) Concerns the expenses for collecting rubbish and partially reconstructing the HELEX building on 110 Athinon Ave, following the terrorist act of 2.9.2009. These expenses are recorded in a temporary account because the damages are fully insured. HELEX has already received an advance payment of €500 thousand against those damages (note 2.32).

| Provisions for bad debts       | Group        | Company    |
|--------------------------------|--------------|------------|
| <b>Balance on 31.12.08</b>     | <b>1,110</b> | <b>100</b> |
| Charge to the income statement | 0            | 0          |
| <b>Balance on 30.09.09</b>     | <b>1,110</b> | <b>100</b> |

## 2.29. Securities / Cash at hand and at bank

The Greek State and bank bonds that the Group possesses are held in its portfolio of securities available for sale.

The total value of the bonds (Greek State and bank bonds) on 30.09.2009 amounted to €10.4m broken down as follows:

| ATHEX BOND PORTFOLIO - 30.09.2009                            |          |            |               |                      |                     |                      |                      |                      |                                 |
|--|----------|------------|---------------|----------------------|---------------------|----------------------|----------------------|----------------------|---------------------------------|
| (Amounts in euro)  |          |            |               |                      |                     |                      |                      |                      |                                 |
| ISIN   | Bank     | Issue date | Maturity date | Purchase price       | Interest 30.09.2009 | Total value          | Valuation 30.12.2008 | Valuation 30.09.2009 | Valuation difference 30.09.2009 |
| XS0261785504   | Piraeus  | 20/7/2006  | 20/7/2016     | 4.000.000,00         | 1,519%              | 4.012.000,00         | 3.700.000,00         | 3.700.000,00         | 0,00                            |
| XS0216343524   | Eurobank | 5/4/2005   | 5/4/2012      | 4.000.000,00         | 1,372%              | 4.017.200,00         | 3.600.000,00         | 3.828.000,00         | 228.000,00                      |
| XS0172122904   | NBG      | 11/7/2003  | 29/7/2049     | 4.000.000,00         | 2,768%              | 4.240.000,00         | 2.900.000,00         | 2.880.000,00         | -20.000,00                      |
|  |          |            |               | <b>12.000.000,00</b> |                     | <b>12.269.200,00</b> | <b>10.200.000,00</b> | <b>10.408.000,00</b> | <b>208.000,00</b>               |
| <b>GRAND TOTAL</b>   |          |            |               | <b>12.000.000,00</b> |                     | <b>12.269.200,00</b> | <b>10.200.000,00</b> | <b>10.408.000,00</b> | <b>208.000,00</b>               |
| OTHER BANK EXPENSES  |          |            |               |                      |                     |                      |                      |                      | <b>-5.971,84</b>                |
| TOTAL PROFIT FOR THE PERIOD                                  |          |            |               |                      |                     |                      |                      |                      | <b>202.028,16</b>               |
| PROFIT TRANSFER TO EQUITY (IAS 39 in effect from 01.07.2008) |          |            |               |                      |                     |                      |                      |                      | <b>208.000,00</b>               |
| BALANCE TO THE PROFIT AND LOSS STATEMENT (BANK EXPENSES)     |          |            |               |                      |                     |                      |                      |                      | <b>-5.971,84</b>                |

The company, starting on 1.7.2008, taking into consideration the amendments of IAS 39, recognizes the result of the valuation of the bonds in a special reserve. The valuation result in 9M 2009 was a gain of €208 thousand, and was recognized in the special reserve.

The breakdown of the cash at hand and at bank of the Group is as follows:

|                | Group          |                | Company       |               |
|----------------|----------------|----------------|---------------|---------------|
|                | 30.09.2009     | 31.12.2008     | 30.09.2009    | 31.12.2008    |
| Repos          | 0              | 0              | 0             | 0             |
| Time deposits  | 105.284        | 120.509        | 16.641        | 16.381        |
| Sight deposits | 1.685          | 1.419          | 896           | 710           |
| Cash at hand   | 9              | 5              | 7             | 3             |
| <b>Total</b>   | <b>106.978</b> | <b>121.933</b> | <b>17.544</b> | <b>17.094</b> |

The cash at hand and at bank of the Group are invested in short term interest bearing instruments in order to maximize the benefits for the companies of the Group, in accordance with the policy set by the Strategic Investments Committee of HELEX. By placing its cash at hand and at bank in short term interest bearing investments, the Group booked revenue of €3.9m in 9M 2009. Bank expenses and fees for 9M 2009 amounted to €6.0 thousand.

## 2.30. Assets

The book value of the buildings and equipment of the Group on 30.09.2009 is summarily presented in the following table:

| Asset                        | 31/12/2008                 |                |               | 30/9/2009        |                   |                      |                   |               |
|------------------------------|----------------------------|----------------|---------------|------------------|-------------------|----------------------|-------------------|---------------|
|                              | Purchase & valuation value | Accumul. Depr. | Book value    | Period additions | Period reductions | Depr. for the period | Deprec. Reduction | Book value    |
| Plots of land                | 13.900                     | 0              | 13.900        |                  |                   |                      |                   | 13.900        |
| Buildings and construction   | 23.732                     | 3.865          | 19.867        |                  |                   | 885                  |                   | 18.982        |
| Machinery & other equip.     | 833                        | 822            | 11            |                  |                   | 2                    |                   | 9             |
| Means of transport           | 89                         | 89             | 0             | 153              |                   | 9                    |                   | 144           |
| Furniture                    | 528                        | 388            | 140           |                  |                   | 31                   |                   | 109           |
| IT & electronic systems      | 4.454                      | 2.571          | 1.883         | 126              | 8                 | 813                  | 8                 | 1.196         |
| Comm. & other equip.         | 800                        | 377            | 423           | 7                |                   | 96                   |                   | 334           |
| Intangible assets - Software | 1.320                      | 1.030          | 290           | 11               |                   | 93                   |                   | 208           |
| <b>Total</b>                 | <b>45.656</b>              | <b>9.142</b>   | <b>36.514</b> | <b>297</b>       | <b>8</b>          | <b>1.929</b>         | <b>8</b>          | <b>34.882</b> |

| Analysis of the Assets of the Group per category in the Balance Sheet of 30.9.2009 |               |                        |                      |               |
|--|---------------|------------------------|----------------------|---------------|
|  | Athinon Ave.  | Katouni (Thessaloniki) | Mayer                | Total         |
|  | (own use)     |                        | (available for sale) |               |
| Plots of land  | 10.000        | 1.800                  | 2.100                | 13.900        |
| Construction   | 14.648        | 703                    | 3.631                | 18.982        |
| Other equipment  |               | 2                      | 7                    | 9             |
| Means of transportation  | 144           |                        |                      | 144           |
| Furniture and utensils   | 109           |                        |                      | 109           |
| Electronic systems   | 1.189         | 7                      |                      | 1.196         |
| Communication & other equip.   | 333           | 1                      |                      | 334           |
| Intangible assets  | 208           |                        |                      | 208           |
| <b>Total</b>   | <b>26.631</b> | <b>2.513</b>           | <b>5.738</b>         | <b>34.882</b> |



The tangible and intangible assets of the Group on 30.09.2009 are analyzed as follows:

| HELEX GROUP                                    | TANGIBLE ASSETS |                            |                          |                         |                               |                            | Total           |
|--|-----------------|----------------------------|--------------------------|-------------------------|-------------------------------|----------------------------|-----------------|
|  | Plots of Land   | Buildings and Construction | Machinery & other equip. | Means of Transportation | Furniture fittings and equip. | Intangible Assets Software |                 |
| <b>Acquisition and valuation on 31.12.2007</b> | 20.657          | 29.228                     | 833                      | 89                      | 5.720                         | 1.320                      | <b>57.847</b>   |
| Additions for the period in 2008               | 0               | 3                          | 0                        | 0                       | 338                           | 0                          | <b>341</b>      |
| Reductions for the period in 2008              | (6.757)         | (5.499)                    | 0                        | 0                       | (276)                         | 0                          | <b>(12.532)</b> |
| <b>Acquisition and valuation on 31.12.2008</b> | <b>13.900</b>   | <b>23.732</b>              | <b>833</b>               | <b>89</b>               | <b>5.782</b>                  | <b>1.320</b>               | <b>45.656</b>   |
| <b>Accumulated depreciation on 31.12.2007</b>  | 0               | 4.741                      | 817                      | 88                      | 2.399                         | 889                        | <b>8.934</b>    |
| Depreciation for the period in 2008            | 0               | 1.322                      | 5                        | 1                       | 1.201                         | 141                        | <b>2.670</b>    |
| Depreciation reduction 2008                    | 0               | (2.198)                    | 0                        | 0                       | (264)                         | 0                          | <b>(2.462)</b>  |
| <b>Accumulated depreciation on 31.12.2008</b>  | <b>0</b>        | <b>3.865</b>               | <b>822</b>               | <b>89</b>               | <b>3.336</b>                  | <b>1.030</b>               | <b>9.142</b>    |
| <b>Book value on 31.12.2007</b>                | 20.657          | 24.487                     | 16                       | 1                       | 3.321                         | 431                        | <b>48.913</b>   |
| <b>on 31.12.2008</b>                           | <b>13.900</b>   | <b>19.867</b>              | <b>11</b>                | <b>0</b>                | <b>2.446</b>                  | <b>290</b>                 | <b>36.514</b>   |

| HELEX GROUP                                    | TANGIBLE ASSETS |                            |                          |                         |                               |                            | Total         |
|--|-----------------|----------------------------|--------------------------|-------------------------|-------------------------------|----------------------------|---------------|
|  | Plots of Land   | Buildings and Construction | Machinery & other equip. | Means of Transportation | Furniture fittings and equip. | Intangible Assets Software |               |
| <b>Acquisition and valuation on 31.12.2008</b> | 13.900          | 23.732                     | 833                      | 89                      | 5.782                         | 1.320                      | <b>45.656</b> |
| <b>Additions for the period in 2009</b>        | 0               | 0                          | 0                        | 153                     | 133                           | 11                         | <b>297</b>    |
| Reductions for the period in 2009              | 0               | 0                          | 0                        | 0                       | (8)                           | 0                          | <b>(8)</b>    |
| <b>Acquisition and valuation on 30.09.2009</b> | <b>13.900</b>   | <b>23.732</b>              | <b>833</b>               | <b>242</b>              | <b>5.907</b>                  | <b>1.331</b>               | <b>45.945</b> |
| <b>Accumulated depreciation on 31.12.2008</b>  | 0               | 3.865                      | 822                      | 89                      | 3.336                         | 1.030                      | <b>9.142</b>  |
| Depreciation for the period in 2009            | 0               | 885                        | 2                        | 9                       | 940                           | 93                         | <b>1.929</b>  |
| Accumulated depreciation reduction 2009        | 0               | 0                          | 0                        | 0                       | (8)                           | 0                          | <b>(8)</b>    |
| <b>Accumulated depreciation on 30.09.2009</b>  | <b>0</b>        | <b>4.750</b>               | <b>824</b>               | <b>98</b>               | <b>4.268</b>                  | <b>1.123</b>               | <b>11.063</b> |
| <b>Book value on 31.12.2008</b>                | 13.900          | 19.867                     | 11                       | 0                       | 2.446                         | 290                        | <b>36.514</b> |
| <b>on 30.09.2009</b>                           | <b>13.900</b>   | <b>18.982</b>              | <b>9</b>                 | <b>144</b>              | <b>1.639</b>                  | <b>208</b>                 | <b>34.882</b> |

The tangible and intangible assets of HELEX on 30.09.2009 are analyzed as follows:

| HELEX  | TANGIBLE ASSETS |                     |                          |                              |                               |                   | Total         |
|--|-----------------|---------------------|--------------------------|------------------------------|-------------------------------|-------------------|---------------|
|  | Plots of Land   | Buildings & Constr. | Machinery & other equip. | Means of Trans-<br>portation | Furniture fittings and equip. | Intangible assets |               |
| <b>Acquisition and valuation value on 31.12.2007</b> | <b>12.100</b>   | <b>21.732</b>       | <b>77</b>                | <b>6</b>                     | <b>1.504</b>                  | <b>882</b>        | <b>36.301</b> |
| Additions for the period in 2008                     |                 | 3                   | 0                        | 0                            | 25                            | 0                 | 28            |
| Reductions for the period in 2008                    | 0               | 0                   | 0                        | 0                            | (99)                          | 0                 | (99)          |
| <b>Acquisition and valuation value on 31/12/2008</b> | <b>12.100</b>   | <b>21.735</b>       | <b>77</b>                | <b>6</b>                     | <b>1.430</b>                  | <b>882</b>        | <b>36.230</b> |
| <b>Accumulated depreciation on 31.12.2007</b>        |                 | <b>1.568</b>        | <b>62</b>                | <b>5</b>                     | <b>805</b>                    | <b>857</b>        | <b>3.297</b>  |
|  | 0               |                     |                          |                              |                               |                   | 0             |
| Depreciation for the period in 2008                  |                 | 1.080               | 4                        | 1                            | 177                           | 17                | 1.279         |
| Depreciation reduction 2008                          | 0               | 0                   | 0                        | 0                            | (96)                          | 0                 | (96)          |
| <b>Accumulated depreciation on 31/12/2008</b>        | <b>0</b>        | <b>2.648</b>        | <b>66</b>                | <b>6</b>                     | <b>886</b>                    | <b>874</b>        | <b>4.480</b>  |
| <b>Book value on 31.12.2007</b>                      | <b>12.100</b>   | <b>20.164</b>       | <b>15</b>                | <b>1</b>                     | <b>699</b>                    | <b>25</b>         | <b>33.004</b> |
| <b>on 31.12.2008</b>                                 | <b>12.100</b>   | <b>19.087</b>       | <b>11</b>                | <b>0</b>                     | <b>544</b>                    | <b>8</b>          | <b>31.750</b> |

| HELEX  | TANGIBLE ASSETS |                          |                          |                              |                               |                   | Total         |
|--|-----------------|--------------------------|--------------------------|------------------------------|-------------------------------|-------------------|---------------|
|  | Plots of Land   | Buildings & Construction | Machinery & other equip. | Means of Trans-<br>portation | Furniture fittings and equip. | Intangible assets |               |
| <b>Acquisition and valuation on 31.12.2008</b> | <b>12.100</b>   | <b>21.735</b>            | <b>77</b>                | <b>6</b>                     | <b>1.430</b>                  | <b>882</b>        | <b>36.230</b> |
| Additions for the period in 2009               |                 | 0                        |                          |                              | 22                            | 10                | 32            |
| Reductions for the period in 2009              |                 |                          |                          |                              | (6)                           |                   | (6)           |
| <b>Acquisition and valuation on 30.09.2009</b> | <b>12.100</b>   | <b>21.735</b>            | <b>77</b>                | <b>6</b>                     | <b>1.446</b>                  | <b>892</b>        | <b>36.256</b> |
| <b>Accumulated depreciation on 31.12.2008</b>  | <b>0</b>        | <b>2.648</b>             | <b>66</b>                | <b>6</b>                     | <b>886</b>                    | <b>874</b>        | <b>4.480</b>  |
| Depreciation for the period in 2009            | 0               | 810                      | 2                        | 0                            | 130                           | 0                 | 942           |
| Depreciation reduction in 2009                 |                 |                          |                          |                              | (6)                           |                   | (6)           |
| <b>Accumulated depreciation on 30.09.2009</b>  | <b>0</b>        | <b>3.458</b>             | <b>68</b>                | <b>6</b>                     | <b>1.010</b>                  | <b>874</b>        | <b>5.416</b>  |
| <b>Book value on 31.12.2008</b>                | <b>12.100</b>   | <b>19.087</b>            | <b>11</b>                | <b>0</b>                     | <b>544</b>                    | <b>8</b>          | <b>31.750</b> |
| <b>on 30.09.2009</b>                           | <b>12.100</b>   | <b>18.277</b>            | <b>9</b>                 | <b>0</b>                     | <b>436</b>                    | <b>18</b>         | <b>30.840</b> |

### Building (at Acharnon & Mayer)

The plots and buildings of the Group were valued in 2004 at the fair value, based on the assessment of an independent estimator during the transformation date to IFRS (1/1/2004). Their value was estimated as the average of the revenues and comparable items methods of valuation on the transition date. These fair values were the deemed cost of these particular buildings. During 9M 2008, it was assigned to the Body of Sworn-In Valuers of Greece to prepare an estimate of the value of the buildings at 1 Pesmazoglou St. and at 17 Acharnon St. This study showed a value greater than the book value on the balance sheet of 30.09.2009, and as a result an impairment of the value of the properties is not required. Due to the intention of the Group to sell the building at 17 Acharnon St. no goodwill was recognized for the building in order to adjust the book value with the value that resulted from the valuation (IFRS-5).

### HELEX building at 110 Athinon Ave.

At the same time that the construction of the new HELEX building on 110 Athinon Ave was completed, the relocation of the departments of the Group and the equipment commenced, which was completed in the autumn of 2007. The HELEX Group, taking into consideration the increased valuations in the land in the area where the building is located, and in the framework of the accounting principles adopted by the Group (IAS 16, "Property, Plant and Equipment"), assigned the task of estimating the value of the new building and the portion of land corresponding to it to an independent estimator (Body of Sworn-In Valuers of Greece). In his report, the estimator (Estimation of value report No 6, 23/19/8564 A/26.10.2007) reports that the value of the land is €10,000,000 and of the building €16,500,000, i.e. a total value of €26,500,000. Given that the payment in kind method was used, the need arose, in order for the plot of land and the building to be reflected correctly, to create a reserve (€13,951,386.51) which arises from the revaluation of the plot of land in the amount of €3,880,000 and of the building in the amount of €10,071,386.51, which increased the equity of the Company. At the same time a deferred tax liability in the amount of €3,487,846.63 was created, reducing equity. In 2008, following the revaluation of the value of the property, the deferred tax liability was further reduced to €3,191,782.63.

## 2.31. Participations and other long term receivables

|   | Group        |              | Company        |                |
|---|--------------|--------------|----------------|----------------|
|   | 30.09.2009   | 31.12.2008   | 30.09.2009     | 31.12.2008     |
| Participation in the Auxiliary Clearing Fund (note 2.14)                          | 3.010        | 3.010        | 0              | 0              |
| Participation in LINK UP Capital Market S.L (note 2.42)                           | 1.401        | 1.401        | 1.401          | 1.401          |
| Participation in ANNA   | 1            | 1            | 1              | 1              |
| Rent guarantees   | 12           | 9            | 10             | 1              |
| Guarantees (PPC, automobile, NBG safety boxes, Admin. Committee reserve, Reuters) | 62           | 54           | 54             | 52             |
| Participations in subsidiaries  | 0            | 0            | 237.988        | 237.988        |
| Valuation from subsidiaries due to stock options                                  | 0            | 0            | 228            | 228            |
| <b>Total</b>  | <b>4.486</b> | <b>4.475</b> | <b>239.682</b> | <b>239.671</b> |

This category includes the investment by the Group in Link Up Capital Market S.L. (a consortium of 8 European Depositories) which is providing cross-border settlement services. The amount of the investment was €1.4m, and HELEX participates in the company with a 17.82% stake.

The breakdown of the participations of the parent company HELEX in the subsidiaries of the Group on 30.09.2009 is shown in the following table:

|              | % of direct participation | Number of shares | Valuation 31.12.2007 | Valuation 31.12.2008 |
|--------------|---------------------------|------------------|----------------------|----------------------|
| <b>ATHEX</b> | 100                       | 5,467,907        | 234,154              | 234,154              |
| <b>TSEC</b>  | 66.10                     | 66,100           | 3,834                | 3,834                |
| <b>Total</b> |                           |                  | <b>237,988</b>       | <b>237,988</b>       |

## 2.32. Suppliers and other liabilities

All liabilities are short term and, therefore, no discounting on the date of the balance sheet is required. The breakdown of the suppliers and the other liabilities are shown in the following table:

|  | Group         |               | Company       |              |
|--|---------------|---------------|---------------|--------------|
|  | 30.09.2009    | 31.12.2008    | 30.09.2009    | 31.12.2008   |
| Suppliers  | 2.364         | 3.096         | 823           | 687          |
| Checks payable                                   | 4             | 13            | 4             | 4            |
| Capital Market Commission Fee (1)                | 953           | 2.266         | 530           | 1.279        |
| Client pre-payments                              | 0             | 447           | 0             | 0            |
| Various creditors                                | 338           | 578           | 215           | 195          |
| Accrued third party services                     | 503           | 912           | 434           | 749          |
| Accrued third party remuneration & exp.          | 155           | 34            | 112           | 13           |
| Employee holiday payment provision               | 627           | 14            | 183           | 0            |
| Return of capital to shareholders (3)            | 94            | 0             | 94            | 0            |
| Tax on stock sales 0.15% (2)                     | 7.562         | 4.762         | 7.562         | 4.762        |
| Tax on salaried services                         | 97            | 301           | 44            | 137          |
| Tax on severances                                | 0             | 8             | 0             | 1            |
| Tax on external associates                       | 8             | 16            | 0             | 6            |
| Tax on interest                                  | 0             | 0             | 0             | 0            |
| Other taxes                                      | 136           | 34            | 64            | 65           |
| Advances received                                | 260           | 0             | 131           | 0            |
| Provision for bond devaluation                   | 60            | 60            | 0             | 0            |
| Advance for reimbursement due to bomb damage (4) | 500           | 0             | 500           | 0            |
| Dividends payable                                | 91            | 88            | 91            | 88           |
| <b>Total</b>                                     | <b>13.752</b> | <b>12.629</b> | <b>10.787</b> | <b>7.986</b> |

1. The Hellenic Capital Market Commission Fee (€953 thousand) is calculated on the value of the transactions in the cash and derivatives market and is turned over to the Capital Market Commission within two months following the end of each 6-month period.
2. HELEX, as the successor to the Central Securities Depository, based on article 9 §2 of Law 2579/88 as amended by Law 2742/99, acts as an intermediary and collects from ATHEX members and turns over to the Greek State the tax (0.15%) on stock sales that take place on ATHEX. The amount of €7,562 thousand corresponds to the tax (0.15%) on stock sales that has been collected for September 2009 and will be turned over to the Greek State in October 2009.
3. The amount of €94 thousand concerns the remainder to be paid for the share capital returns of fiscal years 2005, 2006 and 2008.
4. Advance received against the cost of repairs due to the damage caused by the terrorist act.

## 2.33. Provisions

|                                      | Note | Group        |              | Company      |              |
|--------------------------------------|------|--------------|--------------|--------------|--------------|
|                                      |      | 30.09.2009   | 31.12.2008   | 30.09.2009   | 31.12.2008   |
| Staff retirement obligation          | 2.19 | 1.877        | 1.691        | 880          | 785          |
| Legal claims against the Greek State | (a)  | 735          | 735          | 735          | 735          |
| Other provisions                     | (b)  | 548          | 764          | 142          | 314          |
| <b>Total</b>                         |      | <b>3.160</b> | <b>3.190</b> | <b>1.757</b> | <b>1.834</b> |

|                                      | Note | Table of changes in provisions - Group |            |            |            |                       |
|--------------------------------------|------|--|------------|------------|------------|-----------------------|
|                                      |      | Balance on 31.12.08                    | Used       | Additions  | Reductions | Balance on 30.09.2009 |
| Staff retirement obligation          | 2.19 | 1.691                                  |            | 186        |            | 1.877                 |
| Legal claims against the Greek State | (a)  | 735                                    |            |            |            | 735                   |
| Provisions for other risk            | (b)  | 764                                    | 216        |            |            | 548                   |
| <b>Total</b>                         |      | <b>3.190</b>                           | <b>216</b> | <b>186</b> | <b>0</b>   | <b>3.160</b>          |

|                                      | Notes | Table of changes in provisions - HELEX |            |           |            |                       |
|--------------------------------------|-------|--|------------|-----------|------------|-----------------------|
|                                      |       | Balance on 31.12.08                    | Used       | Additions | Reductions | Balance on 30.09.2009 |
| Staff retirement obligation          | 2.19  | 785                                    |            | 95        |            | 880                   |
| Legal claims against the Greek State | (a)   | 735                                    |            |           |            | 735                   |
| Provisions for other risk            | (b)   | 314                                    | 172        |           |            | 142                   |
| <b>Total</b>                         |       | <b>1.834</b>                           | <b>172</b> | <b>95</b> | <b>0</b>   | <b>1.757</b>          |

- (a) In order for HELEX (CSD) to deduct the tax corresponding to the Hellenic Capital Market Commission fee, it requests its return from the Greek Government after it has adjusted it. In 2004, based on Court judgments, the tax paid in 1999 in the amount of €3.3m as well as the 2001 tax in the amount of €0.7m were returned. HELEX (CSD) has made provisions for these amounts because it believes that the Greek State shall recourse to higher courts. In 2008, final judgment was rendered by the Council of State, exonerating HELEX, and a reversal of a provision for tax paid in 1999 was made (in the amount of €3.3m). Thus, an amount of €735 thousand remains for the tax for fiscal year 2001.
- (b) The Group has made provisions against various risks in the amount of €764 thousand in order to be covered against their occurrence. Already, due to the payment of additional tax and penalties as a result of the completion of the tax audit for fiscal years 2006 and 2007 for HELEX, and fiscal years 2005 and 2006 for TSEC, this amount has been reduced by €216 thousand in the second quarter of 2009.

## 2.34. Grants and other long term obligations

It concerns grants a) by the Ministry of Northern Greece in the amount of €205 thousand for the purchase of equipment in order for TSEC to advance its activities in northern Greece; b) from the Kleisthenis program for ATHEX in the amount of €178 thousand; c) from the Eurosignal program for ATHEX in the amount of €116 thousand, as well as d) withholding for compensation (Law 103/75) in the amount of €51 thousand.

## 2.35. Deferred Taxes

The deferred tax accounts are analyzed as follows:

| Deferred Tax                                   | Group        |              | Company      |              |
|--|--------------|--------------|--------------|--------------|
|  | 30.09.09     | 31.12.08     | 30.09.09     | 31.12.08     |
| Revaluation of intangible assets               | 123          | 179          | 35           | 38           |
| Valuation of securities & participations       | 490          | 542          | 117          | 117          |
| Revaluation of tangible assets                 | 827          | 814          | 779          | 741          |
| Pension and other staff retirement obligations | 469          | 424          | 220          | 196          |
| <b>Deferred Tax obligation</b>                 | <b>1.909</b> | <b>1.959</b> | <b>1.151</b> | <b>1.092</b> |

The deferred income tax is calculated based on the temporary differences, which arise between the book value of the assets and the liabilities included in the financial statements, and the tax assessment of their value based on tax legislation. A revaluation of deferred taxes based on the expected reduction of tax rates over the next 5 years was not undertaken because it was not considered material.

## 2.36. Income Tax

The Management of the Group- based on incentives provided by the tax legislation- plans its policy in order to minimize tax obligations. On this basis, it is assumed that the profits of the period realized by the Company and its subsidiaries will be allocated to non taxed reserves at the maximum allowable amount.

Non deductible expenditures includes mainly provisions, various expenses as well as amounts considered by the company as non justifiable production expenses in a possible tax audit and which are readjusted by the Company when the income tax is calculated.

| Tax liability      | GROUP        | GROUP         | COMPANY    | COMPANY      |
|--------------------|--------------|---------------|------------|--------------|
|                    | 30.09.2009   | 30.09.2008    | 30.09.2009 | 30.09.2008   |
| 31.12.             | 4.455        | 14.976        | 3.178      | 9.993        |
| Income tax expense | 9.661        | 18.416        | 5.607      | 10.500       |
| Taxes paid         | (8.564)      | (21.736)      | (4.788)    | (12.936)     |
| <b>30.09</b>       | <b>1.097</b> | <b>11.656</b> | <b>819</b> | <b>7.557</b> |

| Income Tax        | HELEX Group  |               | HELEX        |               |
|-------------------|--------------|---------------|--------------|---------------|
|                   | 30.09.2009   | 30.09.2008    | 30.09.2009   | 30.09.2008    |
| Income Tax        | 9.661        | 18.416        | 5.607        | 10.500        |
| Deferred Tax      | (350)        | 7             | (409)        | (77)          |
| <b>Income Tax</b> | <b>9.311</b> | <b>18.423</b> | <b>5.198</b> | <b>10.423</b> |

Reconciliation of the income tax with profits/ losses before tax on the basis of the applicable ratios and the tax expense is as follows:

| Income Tax                       | HELEX Group  |               | HELEX        |               |
|----------------------------------|--------------|---------------|--------------|---------------|
|                                  | 30.09.2009   | 30.09.2008    | 30.09.2009   | 30.09.2008    |
| Profits before taxes             | 37.172       | 68.596        | 48.939       | 93.725        |
| Tax 25% (2008: 25%)              | 9.293        | 17.149        | 12.235       | 23.431        |
| Tax on non-taxable income        |              |               | (7.037)      | (13.008)      |
| Tax on expenses not tax exempted | 18           | 1.274         | 0            | 0             |
| <b>Income tax</b>                | <b>9.311</b> | <b>18.423</b> | <b>5.198</b> | <b>10.423</b> |

Non-taxable income refers mainly to dividend income from subsidiaries, which is eliminated on a consolidated basis. Thus the tax rate calculated on the accounting profits increases, since the corresponding taxable profits are larger. Furthermore, the resultant effective tax rate on the consolidated profits is larger than the nominal tax rate in effect because – in the current fiscal year- there were intra-Group transactions. This resulted in the sum (from the individual subsidiary companies) of the tax to be greater than that which would have been, had the nominal tax rate

applied on consolidated profits, since it is the profits of each company separately that are subject to taxation, and not the consolidated profits.

All the companies of the Group have been audited up to and including fiscal year 2006, except ATHEX, for which the tax audit is planned for Q4 2009.

The status of the companies of the Group regarding the tax audits, by fiscal year, is as follows:

|                  | 2005 | 2006 | 2007 | 2008 |
|------------------|------|------|------|------|
| <b>ATHEX</b>     | x    | -    | -    | -    |
| <b>CSD (1)</b>   | x    |      |      |      |
| <b>ADECH (1)</b> | x    | x    | x    | -    |
| <b>HELEX</b>     | x    |      |      |      |
| <b>TSEC</b>      | x    | x    | -    | -    |

(-) Tax audit has not begun

(x) Tax audits completed

(1) Merged with HELEX in November 2006

**ATHEX:** Fiscal years 2006 and 2007 remain unaudited; the audit is expected to begin in September 2009.

**TSEC:** The tax audit for fiscal years 2005 and 2006 were included in the provisions of Law 3697/2008, and as a result the tax audit was completed with the payment of €15,274.12.

**HELEX:** In April 2009 the HELEX tax audit for fiscal years 2006 and 2007 was concluded. These fiscal years include the last fiscal years for ADECH and CSD, until the date that the approval by the Prefecture for merging those companies with HELEX was published – 29 November 2006. Based on the tax audit, additional tax and penalties in the amount of €171.383 were assessed, which were paid. This amount will not burden the current fiscal year, as it is covered by a provision that had been made in previous fiscal years.

## 2.37. Share Capital and Reserves

### a) Share Capital

On 1.1.2005 the share capital of the company consisted of 71,088,173 shares with a par value of €5.05 per share, i.e. €358,995,273.64.

In May 2005 it was decided to return share capital to the shareholders in the amount of €143,972,449.15, or €2.05 per share (excluding the 857,710 own shares). Thus the share capital was reduced to €213,264,519.00 and the par value to €3.00.

The 1<sup>st</sup> Repetitive General Shareholders Meeting on 19.9.2005, approved the reduction in the share capital of the company by €2,573,130.00, due to the cancellation of 857,710 shares in treasury stock, which were the result of a share buy-back, based on article 16 of Codified Law 2190/1920 as it applies, with a par value of €3.00 per share. The loss after the cancellation of these shares (€379 thousand) was offset with the share premium reserve.

Following these corporate actions, the share capital of the company amounted to €210,691,389.00 divided into 70,230,463 common registered shares with a par value of €3.00 each.

The BoD of HELEX decided on 23.5.06 to return part of the share capital to shareholders by a corresponding reduction in the par value of the share. In particular, it decided the return of capital in the amount of €87,788,078.75 or €1.25 per share for the 70,230,463 shares. Thus the share capital of the Company amounted to €122,903,310.25 divided into 70,230,463 shares with a par value of €1.75 per share.

In December 2006, HELEX Group executives exercised stock option rights for 41,000 shares. As a result the number of HELEX shares outstanding increased to 70,271,463, the share capital increased by €71,750.00 to €122,975,060.25 and the Share Premium Reserve increased to €91,874,226.91.

The Repetitive General Meeting of shareholders of 24.5.2007 approved another share capital return to shareholders. In particular it decided the return of capital in the amount of €35,135,731.50 or €0.50 per share for the 70,271,463 HELEX shares outstanding, with a corresponding reduction in the share par value. The share capital of HELEX, following the share capital return of €0.50 per share, amounted to €87,839,328.75 divided into 70,271,463 common registered shares with a par value of €1.25 each.

In November 2007 HELEX Group executives exercised stock option rights on 105,500 shares and in December 108,600, and as a result on 31.12.2007 there were 70,485,563 shares outstanding, the share capital increased to €88,106,953.75 and the Share Premium Reserve increased to €94,279,104.91.

The Repetitive General Meeting of shareholder of 26.05.2009 decided to cancel then 5,117,000 shares of the Company in treasury stock, thus reducing the number of shares outstanding by an equal amount, from 70,485,563 to 65,368,563, as well as return part of the share capital to shareholders, with a corresponding reduction in the par value of the share. In particular, it decided to return capital in the amount of €9,805,284.45 or €0.15 per share for the 65,368,563 shares. Thus, the share capital of the Company amounted to €71,905,419.30, divided into 65,368,563 shares with a par value of €1.10 per share, as shown in the following table:

|   | Number of<br>shares | Par value<br>(€) | Share Capital (€)    | Share Premium<br>(€) |
|---|---------------------|------------------|----------------------|----------------------|
| <b>31.12.2006</b>   | 70,271,463          | 1.75             | 122,975,060.25       | 91,874,226.91        |
| <b>Reduction/ Share<br/>capital return</b>  | -                   | (0.5)            | (35,135,731.50)      | -                    |
| <b>30.06.2007</b>   | 70,271,463          | 1.25             | 87,839,328.75        | 91,874,226.91        |
| <b>Stock Option<br/>1<sup>st</sup> Program<br/>2<sup>nd</sup> Phase (Dec '07)</b> | 105,500             | 1.25             | 131,875.00           | 316,500.00           |
| <b>TOTAL</b>  | <b>70,376,963</b>   | <b>1.25</b>      | <b>87,971,203.75</b> | <b>92,190,726.91</b> |
| <b>Stock Option<br/>2<sup>nd</sup> Program<br/>1<sup>st</sup> Phase (Dec '07)</b> | 108,600             | 1.25             | 135,750.00           | 2,088,378.00         |
| <b>TOTAL 31.12.2007</b>   | <b>70,485,563</b>   | <b>1.25</b>      | <b>88,106,953.75</b> | <b>94,279,104.91</b> |
| <b>Cancellation of<br/>treasury stock<br/>(May 2009)</b>                          | (5,117,000)         | -                | (6,396,250.00)       | -                    |
| <b>Reduction / Return<br/>of share capital<br/>(June 2009)</b>                    | -                   | (0.15)           | (9,805,284.45)       | -                    |
| <b>TOTAL 30.09.2009</b>   | <b>65,368,563</b>   | <b>1.10</b>      | <b>71,905,419.30</b> | <b>94,279,104.91</b> |

## b) Reserves

|   | HELEX Group   |                | HELEX         |               |
|---|---------------|----------------|---------------|---------------|
|   | 30.09.2009    | 31.12.2008     | 30.09.2009    | 31.12.2008    |
| Regular Reserve (1)                         | 18.485        | 13.806         | 17.098        | 12.451        |
| Tax free and specially taxed reserves       | 37.218        | 37.218         | 20.728        | 20.728        |
| Treasury stock reserve (c)                  | 6.396         | 40.637         | 6.396         | 40.637        |
| Real estate revaluation reserves            | 15.821        | 15.821         | 13.266        | 13.266        |
| Other                                       | 1.119         | 1.119          | 38            | 38            |
| Special securities valuation reserve (2)    | (765)         | (921)          | 0             | 0             |
| Reserve from stock option plan to employees | 1.950         | 1.385          | 1.065         | 803           |
| <b>Reserves</b>                             | <b>80.224</b> | <b>109.065</b> | <b>58.591</b> | <b>87.923</b> |



- (1) Through the distribution of dividends for fiscal year 2008, the regular reserve of HELEX increased by €4,647 thousand, and that of TSEC by €32 thousand, and as a result the total regular reserve of the Group amounts to €18,485 thousand.
- (2) The Group has invested part of its liquidity in bank bonds which it had initially classified as a trading portfolio. Taking into consideration the modifications of IAS 39, the company on 1.7.2008 transferred the abovementioned bonds in the securities for sale portfolio. The result of the revaluation of the bonds from 1.1.2009 to 30.09.2009 was €156 thousand and was recognized directly to a special reserve.

The specially-taxed and non-taxable reserves have been formed, as shown in the table above, in accordance with the provisions of the tax legislation, from non-taxable or specially-taxed income (profit from stock sales etc.). If it is decided that these reserves be distributed, tax will have to be paid, based on the income tax rates in effect at the time of distribution (25% in 2009). If these reserves were to be distributed in 2009, a tax liability of approximately €11m would be incurred (neither the formed reserves from the revaluation of buildings, nor the regular reserve are taken into consideration).

### c) Treasury Stock

The BoD at its meeting of 17.3.2008 proposed to the General Meeting of shareholders of 14.5.2008 for approval, a share buy-back program for up to 10% of shares outstanding. The share buy-back program was approved by the General Meeting of 14.5.2008. Up until 31.12.2008 HELEX had bought back 5,117,000 own shares, at an average price of €7.95, paying €40.6m. For this share buyback, €53 thousand has been paid in commissions. The Repetitive General Meeting of 26.5.2009 decided to cancel all of the HELEX treasury stock, and reduce the number of shares outstanding to 65,368,563 from 70,485,563. The company does not have any treasury stock on 30.09.2009. The amount corresponding to 5,117,000 (shares) x €1.25 (par value) = €6,396,250 remains in the reserve and concerns the cancelled treasury stock.

## 2.38. Dividend Income

The Annual General Meeting of ATHEX shareholders on 4.5.2009 approved the distribution of €5 per share, in total €27,339,535 as dividend, which HELEX (as owner of 100% of ATHEX shares) received in May 2009.

The General Meeting of TSEC shareholders on 24.4.2009 decided to distribute €10.00 per share or €1,000,000.00 as dividend, which was paid to shareholders in April 2009. HELEX, as owner of 66,100 shares (66.1%) received €661,000.

## 2.39. Transactions with parties associated with the Group and the Company

The value of transactions and the balances of the HELEX Group with related parties is detailed in the following table:

|   | Group      |            | Company    |            |
|---|------------|------------|------------|------------|
|   | 30.09.2009 | 31.12.2008 | 30.09.2009 | 31.12.2008 |
| Transactions and remuneration of management executives and members of the BoD | 1.760      | 2.160      | 866        | 971        |

The balances and the intra-Group transactions of the companies of the Group on 30.09.2009 are shown in the following tables:

| INTRA-GROUP BALANCES (in €) |            |            |           |
|-----------------------------|------------|------------|-----------|
| Company                     | HELEX      | ATHEX      | TSEC      |
| <b>HELEX</b>                |            |            |           |
| Claims                      | -          | 72.093,56  | 21.602,50 |
| Liabilities                 | -          | 138.535,67 | 835,35    |
| <b>ATHEX</b>                |            |            |           |
| Claims                      | 138.535,67 | -          | 2.987,70  |
| Liabilities                 | 72.093,56  | -          | 66.479,52 |
| <b>TSEC</b>                 |            |            |           |
| Claims                      | 835,35     | 66.479,52  | -         |
| Liabilities                 | 21.602,50  | 2.987,70   | -         |

| INTRA-GROUP REVENUES-EXPENSES (in €) |            |               |            |
|--------------------------------------|------------|---------------|------------|
| Company                              | HELEX      | ATHEX         | TSEC       |
| <b>HELEX</b>                         |            |               |            |
| Revenue                              | -          | 245.986,85    | 6.750,00   |
| Dividend income                      | -          | 27.339.535,00 | 661.000,00 |
| Expenses                             | -          | 178.258,35    | 45.000,00  |
| <b>ATHEX</b>                         |            |               |            |
| Revenue                              | 178.258,35 | -             | 6.750,00   |
| Dividend income                      | -          | -             | 338.000,00 |
| Expenses                             | 245.986,85 | -             | 275.802,47 |
| <b>TSEC</b>                          |            |               |            |
| Revenue                              | 45.000,00  | 275.802,47    | -          |
| Dividend income                      | -          | -             | -          |
| Expenses                             | 6.750,00   | 6.750,00      | -          |

Intra-Group transactions concern support services (accounting, security, administrative service etc.), IT services as well as PC user support services, which are invoiced at prices comparative to those between third parties.

## 2.40. BoD composition of the Companies of the HELEX Group

The members of the Boards of Directors of the Companies of the Group on 30.09.2009 are listed in the following tables:

| HELLENIC EXCHANGES           |   |
|------------------------------|---|
| Name                         | Position  |
| Iakovos <b>Georganas</b>     | Chairman  |
| Ulysses <b>Kyriakopoulos</b> | Vice Chairman, independent non-executive member |
| Spyros <b>Capralos</b>       | Chief Executive Officer, Executive Member       |
| Avgoustinos <b>Vitzilaos</b> | Non-executive member                            |
| Vassilios <b>Drougas</b>     | Non-executive member                            |
| Artemis <b>Theodoridis</b>   | Non-executive member                            |
| Antonios <b>Kaminaris</b>    | Non-executive member                            |
| Nikolaos <b>Karamouzis</b>   | Non-executive member                            |
| Nikolaos <b>Milonas</b>      | Independent non-executive member                |
| Ioannis <b>Pehlivanidis</b>  | Non-executive member                            |

| <b>HELLENIC EXCHANGES</b>      |                      |
|--------------------------------|----------------------|
| <b>Name</b>                    | <b>Position</b>      |
| Nikolaos <b>Chryssochoides</b> | Non-executive member |

  

| <b>ATHENS EXCHANGE</b>          |                 |
|---------------------------------|-----------------|
| <b>Name</b>                     | <b>Position</b> |
| Spyros <b>Capralos</b>          | Chairman        |
| Socratis <b>Lazaridis</b>       | Vice Chairman   |
| Panayotis <b>Drakos</b>         | Member          |
| Eleftherios <b>Kourtalis</b>    | Member          |
| Dionisis <b>Linaras</b>         | Member          |
| Konstantinos <b>Pentedeakas</b> | Member          |
| Ilias <b>Skafidas</b>           | Member          |

  

| <b>THESSALONIKI STOCK EXCHANGE CENTRE</b> |                                      |
|---|--------------------------------------|
| <b>Name</b>                               | <b>Position</b>                      |
| Spyros <b>Capralos</b>                    | Chairman and Chief Executive Officer |
| Pavlos <b>Lazaridis</b>                   | Vice Chairman                        |
| Christodoulos <b>Antoniadis</b>           | Member                               |
| Vassilios <b>Margaris</b>                 | Member                               |
| Dimitrios <b>Bakatselos</b>               | Member                               |
| Nikolaos <b>Pentzos</b>                   | Member                               |
| Giorgios <b>Pervanas</b>                  | Member                               |
| Alexandros <b>Haitoglou</b>               | Member                               |

At the meeting of the BoD of TSEC of 24.4.2009, Mr. Nikolaos Pentzos replaced Mr. Giorgos Mylonas.

The members of the Boards of Directors of the companies of the Group which participate in the capital of other companies with a stake larger than 20% are listed in the following table:

|   | <b>BoD Member</b>               | <b>Company</b>                                  | <b>Relationship</b> | <b>Participation (%)</b> |
|---|---------------------------------|---|---------------------|--------------------------|
| 1 | Artemis <b>Theodoridis</b>      | Armathia yachting leisure boat shipping company | Shareholder         | 90                       |
| 2 | Ulysses <b>Kyriakopoulos</b>    | Kof S.A.  | Shareholder         | > 20                     |
|   |                                 | Kyro International Trade Srl                    | Shareholder         | > 20                     |
|   |                                 | Orimil S.A.                                     | Shareholder         | > 20                     |
|   |                                 | Bakatselos Bros S.A.                            | Shareholder         | 97.18                    |
| 3 | Dimitrios <b>Bakatselos</b>     | Geolab S.A.                                     | Shareholder         | 40                       |
|   |                                 | Hellenic Energy                                 | Shareholder         | 50                       |
|   |                                 | El. En. Lib                                     | Shareholder         | 100                      |
| 4 | Konstantinos <b>Pentedeakas</b> | Pentedeakas Brokerage                           | Shareholder         | 84.76                    |
|   |                                 | Softecon  | Shareholder         | 3.04                     |
| 5 | Georgios <b>Pervanas</b>        | G. A. Pervanas Brokerage                        | Shareholder         | 85                       |
| 6 | Alexandros <b>Haitoglou</b>     | Haitoglou Bros.                                 | Shareholder         | 25.51                    |
|   |                                 | Haitoglou-Hartel                                | Shareholder         | 38                       |
|   |                                 | Ergoktimatiki Makedonias                        | Shareholder         | 40                       |
|   |                                 | Evzoniki Protipos Tyrokomiki S.A.               | Shareholder         | 40                       |
| 7 | Nikolaos <b>Chryssochoides</b>  | N. Chryssochoides Brokers                       | Shareholder         | 70                       |

No business relationship, agreement, contract or transaction exists between the Company and companies in the capital and management of which members of the Board of Directors or/ and the main shareholders of the Company participate that are not part of their usual activity.

The relationships of the company with related parties are described in detail in the recent annual report of the HELEX Group.

As part of IFRS 24 "Related-Party Disclosures" it is declared that there are no relations, transactions, control or material influence of associated parties that must be reported in application of paragraph 3 of IFRS 24 in conjunction with the definitions of paragraph 5 of IFRS 24.

## 2.41. Profits per share and dividends payable

Based on the balance sheet results of 31.12.2008, the BoD proposed to the Annual General Meeting of 6.5.2009, the distribution of a dividend of €0.45/share for the 65,368,563 (excluding the treasury stock) shares of the company, i.e. a total dividend payout of €29.4m.

Following the approval for the dividend distribution by the Annual General Meeting of HELEX on 6.5.2009, the dividend to HELEX shareholders was paid (21.5.2009). The balance of the dividends payable by HELEX for previous fiscal years is included in the account "Suppliers" (note 2.32) and amounts to €91 thousand.

In 9M 2009, the net after tax profits amounted to €27.9m or €0.43 per share, compared with €50.2m or €0.72 per share in the corresponding period in 2008. If the table of other total revenues for 9M 2009 is taken into consideration, then the profits after taxes amounted to €28.0m, and the profits per share remain the same. The weighted profit per share on 30.09.2009 is calculated based on 65,368,563 shares, while the corresponding profit per share for 2008 is calculated based on 68,944,833 shares.

## 2.42. Link Up Markets joint venture

HELEX is a founding member of Link Up Capital Markets, a consortium formed by 8 European Depositories that provides cross-border transaction settlement services.

In particular, the depositories: Clearstream Banking AG Frankfurt (Germany), IBERCLEAR (Spain), Oesterreichische Kontrollbank AG (Austria), SIS SegmaInterSettle AG (Switzerland), VP Securities Services (Denmark), Verdipapirsentralen ASA (Norway) and HELEX formed a company with the name Link Up Capital market S. L. (Link Up). The purpose of the new company is the creation and operation of a central system that will facilitate the provision, by participating Depositories, of cross border settlement services, custodian services and safekeeping of foreign securities, thus facilitating cross border transactions and making them cheaper. Starting on 29.6.2009 CSE participates in the joint venture with a 1.98% stake with the payment of €169 thousand. On 29.06.2009, the first connection of HELEX as depository with the Swiss depository was made, based on the terms of the Link Up contract. The total investment by the 8 Depositories in the company is €7.9m, and HELEX's participation is €1.4m, 17.82% of the total investment; this amount was paid up on 18.4.2008. The depositories SIS (Switzerland) and OeKB (Austria) have connected with HELEX, through the implementation of ISO 15022 messages to provide settlement and certain corporate actions.

HELEX will enjoy a number of advantages by participating in this new company, and in particular the provision to its members of the ability to settle cross border transactions and manage the securities portfolios of their clients by exploiting the existing infrastructure that HELEX provides and with the interconnection, through the central Link Up system, with the other participating Depositories. The improved interconnectivity of the 8 Depositories that are participating in Link Up provides to members of those Depositories a unique access point for their clients to all markets of participating Depositories at a lower cost. This way access is made easier and the quality of service of international investors in the Greek market is improved. At the same time the breadth of services provided is increased and their cost becomes more attractive to Greek investors that wish to invest in securities traded in foreign Exchanges.

The Board of Directors, as part of its decision for the Company to participate in the newly founded Link Up Capital Markets S.L., which was founded in accordance with Spanish law by power of the 1077/17.3.2008 Founding Act by the Spanish Notary D.Luis Rueda Esteban (Company registration

Madrid C.I.F- B85387140, volume 25,414, folder 978, sector 8, page M-457794), and in order that matters of representation of the Company both at the signature stage of the necessary documents for the participation of the Company, as well as for the duration of its operation, unanimously decided the following:

- a) to authorize the General Director Mr. Sokratis Lazaridis to be present on 2.4.2008 or any other subsequent date that will be set for the signature of the Unit Holders Agreement and the Articles of Association, by signing any relevant statement, application, certificate and in general any document as required in order for the Company to participate in the newly founded company.
- b) to designate the CEO Mr. Spyros Capralos and the General Director Mr. Sokratis Lazaridis as the two (2) members which will represent the Company at the Board of Directors of Link Up Capital Markets S.L.
- c) to designate the CEO Mr. Spyros Capralos or the General Director Mr. Sokratis Lazaridis as the representatives of the Company at the General Meetings of Link Up Capital Markets S.L., who will represent the Company individually and separately and vote on all of the items of the daily agenda.

## 2.43. Bilateral Development Assistance Program in SE Europe and the Mediterranean - DAC

In 2006 HELEX submitted a proposal to the Ministry of Economy (MEC) in the context of the request for expressions of interest by the Ministry of Foreign Affairs (MFA) for the submission, by Ministries and other organizations, of proposals for Bilateral Official Development Assistance (BODA) projects to developing countries according to the principles of OECD (Development Assistance and Cooperation Program – DAC). The proposal with the title “Development of a network of interconnecting exchanges and the reinforcement of the regulatory framework of capital markets in the SEEMEA region” with beneficiary countries: Albania, Bosnia – Herzegovina, F.Y.R. Macedonia, Serbia-Montenegro, Egypt and Jordan was approved by the MFA, the relevant contract was signed on 8.6.2007 between the Ministry of Finance and HELEX for the implementation of the project (Xnet/DAC06) by HELEX.

The objective of the proposal is to create an appropriate environment for the inflow of investment funds in the participating countries, through the development of a network of stock exchanges and of a mechanism capable of providing in real-time news, financial and trade information to the international investment community in combination with order routing capabilities in order to conduct exchange transactions in those markets. The development of this mechanism, which at present does not exist in the region, is based on the cooperation of exchanges with HELEX in order to upgrade their technological infrastructure to render it compliant with international communication standards. Its exploitation will allow the funding of existing business opportunities in the area, through the capital markets of the countries involved, working in favor of the development of their national economies.

Through the program, the exchanges of the recipient countries are funded in order to develop, in close cooperation with HELEX, the mechanism that will facilitate the international investment houses to monitor corporate activity in the region and implement their investment goals, by easily transacting in those exchanges. Furthermore, the program ensures the continuation of know-how transfer regarding the operation of the capital markets through the provision of training and consulting services that will assist in the formulation of an effective regulatory environment in the participating markets and the emergence of the strategic position and role of capital markets in the economic development of the recipient countries.

The budget of the project is €3,750,000, of which 20% of the total, €750,000 is funded by HELEX while 80%, €3,000,000, is funded by the Hellenic State. The project is in progress and is expected to be completed in 2009.

## 2.44. Contingent Liabilities

The Company has been involved in legal proceedings with its personnel, members of the Athens Exchange and listed companies as well as with third parties, with the most important being:

- a) Six lawsuits, for €3.6m against ATHEX and the Capital Market Commission, concerning the ALYSIDA company shares, which have as a common basis the alleged lack of adequate supervision by ATHEX during the 1999 period.
- b) On 28.11.2006 a suit was brought by Mr. N Paraschis against ATHEX (the Katsoulis case) with which he requests that the amount of €1,327,468.50 be paid to him as compensation. This is a new lawsuit brought before the Athens Administrative Court of First Instance, following the dismissal of a similar lawsuit brought by him with decision 3673/04 by the Athens Multimember Court of First Instance, on the grounds that civil courts lack competence in this case. A court date has not yet been set for the new lawsuit.
- c) The CSD has lodged appeals against the Greek State, requesting a tax refund in the amount of €8.0m, corresponding to part of the tax paid during the 1999, 2000, 2001, 2002, 2003 and 2004 fiscal years, and which concerns expenses (Capital Market Commission Fee) which in the opinion of the Company should have been deducted from its gross revenue. Of these, appeals in the amount of €5.8m have been accepted, of which €4.1m has been received, while out of the total amount of €8.0m €5.1m have already been recorded as gains in the financial statements of the Group. It should be noted that the cases for fiscal years 1999, 2000 and 2001 have been irrevocably adjudicated in favor of the company by the Council of State.

It is estimated that the cases outstanding (€2.2m) will be decided in favor of the Group, which will result in a corresponding benefit in the financial statements.

## 2.45. Memo asset accounts

The HELEX Group, in order to provide better information, follows off balance sheet items (memo accounts), useful information and events, which create legal obligations, but which do not lead to a direct change in the assets of the Company, even though such a change in the assets may take place in the future. In memo accounts, being accounts of a special category, obligations which are created by the following events are mainly tracked:

- From obligations assumed by the Company against third parties as the possessor of goods whose ownership lies with those third parties
- From obligations and corresponding rights that are created by contracts providing mutual obligations for the time period they are concluded until they are executed.
- From guarantees provided by the Company to third parties, or by third parties to the Company
- Information and statistical data

In the memo asset accounts of the HELEX Group, the following information and corresponding amounts appear on 30.09.2009:

| <i>Amounts in € unless otherwise noted</i>                              | <b>GROUP</b>          | <b>COMPANY</b>        |
|---|-----------------------|-----------------------|
| Margin collateral requirements for futures in cash                      | 315,372,343.00        | 315,372,343.00        |
| Margin collateral requirements for currency futures                     | 38,527.87             | 38,527.87             |
| Margin collateral requirements for stock futures                        | 135,020,010.57        | 135,020,010.57        |
| Margin collateral requirements for bond futures                         | 8,135,640.00          | 8,135,640.00          |
| <b>Total margin</b>   | <b>458,566,521.44</b> | <b>458,566,521.44</b> |
| Collateral to cover cash obligations                                    | 10,867,097.32         | 10,867,097.32         |
| Collateral to cover obligations in bonds                                | 67,000,000.00         | 67,000,000.00         |
| <b>Total collateral to cover obligations</b>                            | <b>77,867,097.32</b>  | <b>77,867,097.32</b>  |
| Letters of guarantee against claims                                     | 35,206,346.36         | 35,206,346.36         |
| Letters of guarantee for the good execution of contracts from suppliers | 2,857,826.78          | 829,434.66            |
| Letters of guarantee for the good execution of contracts to clients     | 376,068.98            | 375,000.00            |
| <b>Total Letters of guarantee</b>                                       | <b>40,507,593.55</b>  | <b>36,410,781.02</b>  |

| <i>Amounts in € unless otherwise noted</i>                  | GROUP            | COMPANY          |
|---|------------------|------------------|
| Other memo accounts   | 588,926.06       |                  |
| Various supplies to third parties (pieces)                  | 1,281,203.00     | 1,281,203.00     |
| Securities belonging to third parties in our hands (pieces) | 1,790,897,987.18 | 1,790,897,987.01 |
| Cancelled registered securities in our hands (pieces)       | 1,270,670,878.00 | 1,270,670,878.00 |
| Other third party property items (pieces)                   | 1,194.00         | 248.00           |
| Fiscal year 2001 dividends to the Loan and Consignment Fund | 47,771.05        | 47,771.05        |

## 2.46. Post Balance Sheet events

On the 1<sup>st</sup> of November 2009, in accordance with §§4-6 of article 85 of Law 3606/2007 as it applies following its modification by §13 of article 9 of Law 3756/2009, the legal as well as the regulatory provisions concerning the method of clearing and settlement of transactions by HELEX (CSD – ADECH), as well as those that concern the operation of the Auxiliary Fund were abolished, as part of the liberalization process for carrying out clearing and settlement activities, as the law stipulates.

Following the abolition of the abovementioned provisions, the Capital Market Commission is released from the responsibility to shape the counterparty risk management framework, and assumes the responsibility of creating a regulatory framework for licensing the organizations and systems that will provide these services for organized markets and operate in Greece. In this direction, the new Rulebook for Clearing and Settlement of Transactions on Transferable Securities in Accounting Form and the Rulebook for Clearing Transactions on Derivatives have been drafted and been presented for approval.

The HELEX BoD has approved the new Rulebook for Clearing and Settlement of Transactions on Transferable Securities in Accounting Form and the Rulebook for Clearing Transactions on Derivatives, the texts of which are the product of consultations with the Capital Market Commission. The Rulebooks have been submitted to the Capital Market Commission for approval, as required by law.

There is no other significant event worth noting, that has taken place after the 9M 2009 balance sheet date of 30.09.2009, and until the date the Financial Statements were approved by the Board of Directors on 4.11.2009.

THE CHAIRMAN OF THE BoD

**IAKOVOS GEORGANAS**

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THE CHIEF EXECUTIVE OFFICER

**SPYROS CAPRALOS**

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THE GENERAL MANAGER

**NIKOLAOS KONSTANTOPOULOS**

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THE DIRECTOR OF FINANCIAL MANAGEMENT

**CHRISTOS MAYOGLOU**

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THE HEAD OF ACCOUNTING &amp; BUDGETING

**CHARALAMBOS ANTONATOS**

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